



City of Indianapolis

Indianapolis Parking System

Response to RFQ | March 15, 2010

P4 Partners, LLC

AURORA
CAPITAL GROUP

LAZ
PARKING

Mr. Alan Lazowski
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March 15, 2010

Mr. Michael Huber
Director of Enterprise Development
Office of the Mayor
City-County Building Suite 2501
200 E. Washington Street
Indianapolis, IN 46204

Dear Mr. Huber:

We are honored to respond to the City of Indianapolis Request for Qualifications (the "RFQ") for the long-term concession (the "Concession") of the Indianapolis Metered Parking System (the "Metered Parking System") and management agreements (the "Management Agreements") for garages and surface lots (the "Structures") (collectively, the "Parking System"). Enclosed is a detailed response to the RFQ that outlines our qualifications and credentials to serve as the City of Indianapolis' partner for the long term.

P4 Partners (a LAZ Parking affiliate) and Aurora Capital Group have formed a consortium to jointly pursue the Concession of the Metered Parking System and Management Agreements for the Structures and are excited about the opportunity of working with the City of Indianapolis (the "City"). This consortium is comprised of the most experienced Parking Public Private Partnership ("P4") owners and operators within the United States and throughout the parking world. The consortium has the operational expertise, financial wherewithal and available resources to successfully own and operate the Parking System and provide market leading customer service to the City of Indianapolis and its residents.

To date, two P4 transactions structured with upfront payments have reached financial close in the United States: the Chicago Downtown Public Parking System (9,178 parking spaces in 4 parking garages underneath Millennium Park in Chicago) and the Chicago Metered Parking System (36,000 metered parking spaces in Chicago). In both of these transactions LAZ Parking was responsible for developing the consortium that offered the most attractive partnership for the City of Chicago. In addition, a third P4 process was launched in Harrisburg, Pennsylvania and included 1,250 on-street spaces, 8,000 off-street parking spaces and all violation revenue. Again, LAZ Parking developed the winning consortium that was selected as the preferred bidder to be the City of Harrisburg's partner to own and operate the parking assets in this transaction, which is currently pending.

We look forward to using all of our collective expertise and knowledge to assist the City of Indianapolis in making the proposed parking public private partnership a successful landmark transaction.

Sincerely,



Alan Lazowski
Chairman & Chief Executive Officer, LAZ Parking
Partner, P4 Partners, LLC



John T. Mapes
Managing Partner
Aurora Capital Group

Table of Contents

1. Executive Summary	1
2. Bidding Assets	2
3. Bidder Information	2
3.a Description of Bidder	2
3.b Roles of Bidder Members and Key Personnel	4
3.c Operator	6
3.d Contact Person	8
3.e Controlling Interest	8
3.f Expected Advisors	8
3.g Comparable Projects	18
3.h References	23
4. Technical Capability	24
4.a Operations and Maintenance Expertise	24
4.b Customer Service	25
4.c Safety and Security	28
4.d Capital Improvements	30
5. Financial Capability	30
5.a Financial Ability	30
5.b Ability to Secure Financing	32

1. Executive Summary

Our consortium is comprised of P4 Partners, LLC (“P4 Partners”) (an affiliate of LAZ Parking through which LAZ Parking pursues public parking concession opportunities), Aurora Capital Group (“Aurora”), LAZ Parking, and their affiliates and partners (each a “Bidder Member”; collectively the “Bidder” or the “Bidder Members”), as further described in Section 3. The Bidder is pleased to present its qualifications to enter into a Concession and Management Agreements for the Parking System. The Bidder has the operational expertise, financial wherewithal and available resources necessary to complete the transaction quickly and successfully operate the Parking System on a long-term basis.

The Bidder’s principals are experienced parking operators and leaders in the long-term concession and lease of domestic parking assets. Our team includes LAZ Parking, the current operator of the only other major United States public parking systems that have been privatized to date: the Chicago Downtown Public Parking System and the Chicago Metered Parking System. Established in 1981, LAZ Parking manages over 1,400 locations in 99 cities across 21 states, and manages gross revenues in excess of \$500 million annually. LAZ Parking is 50% owned by VINCI Park – the largest parking operator in the world and a global leader in long-term parking concessions and leases – which manages over 1,220,400 parking spaces in 12 countries. VINCI Park is a wholly owned subsidiary of VINCI S.A., a Paris Stock Exchange listed company with a market capitalization of ~\$27.5 billion.

Founded in 1991, Aurora Capital Group is a Los Angeles-based private equity firm with approximately \$2.5 billion of assets under management. Throughout its history, Aurora’s investment focus has been supporting and building leading businesses in partnership with talented operating executives and entrepreneurs. Aurora has extensive experience as a lead investor in carve-out transactions, as well as investments that require active governance and operational oversight.

In recognition of the importance of local partnerships for concessions and other transactions, P4 Partners will be collaborating with Keystone Construction Corporation (“Keystone”), a strong Indianapolis construction and development group, as team member and ongoing advisor. Keystone’s long-standing relationships with local vendors and community stakeholders will bring valuable insight to the Bidder’s goal of maximizing the local economic benefit of this transaction over its lifetime.

We will be advised by world-class financial, legal, and parking advisors and consultants, which include:

- Evercore Partners: a leading investment banking boutique providing advisory services to prominent multinational corporations and financial sponsors on significant mergers, acquisitions, divestitures, restructurings and other strategic corporate transactions
- Mayer Brown: a leading global law firm that advises on a broad range of real estate, financial and regulatory issues for domestic and international clients. Mayer Brown’s infrastructure and privatization practice is among the most experienced in the industry; including its representation of the City of Chicago on its recent parking privatization transactions, and its representation of the State of Indiana on its privatization of the Indiana Toll Road
- Krieg DeVault: a diversified law firm headquartered in Indianapolis, representing a wide variety of local, regional, and national clients.
- DESMAN Associates: a national specialist in the planning and design of parking and transportation improvements and the restoration of parking facilities, plazas and building envelopes
- Keystone Construction Corporation: an employee-owned construction and development group headquartered in Indianapolis

In structuring our response to the RFQ, we seek to achieve the following objectives for the City of Indianapolis and the other Project Partners (as defined in the Request for Qualifications):

- Provide the Project Partners with a complete understanding of the qualifications and experience of the Bidder, each Bidder Member, and our advisors

- Develop a long-term partnership involving the Project Partners and the Bidder, led by accomplished and knowledgeable principals and one of America's most innovative and respected parking operators

We believe our qualifications sufficiently meet the needs of Project Partners and any sophisticated lender to transactions of this type, and provide a basis for a successful long-term public-private partnership for the operation of the Parking System.

2. Bidding Assets

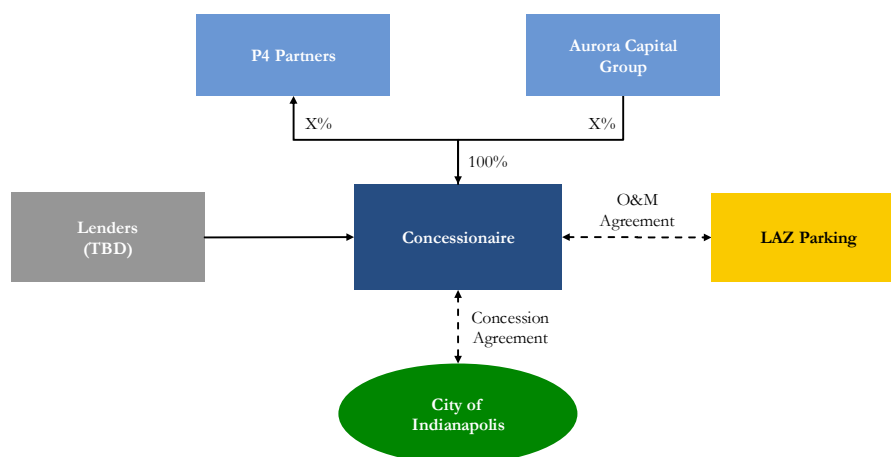
We are seeking qualification for both (a) the Concession of the Metered Parking System; and (b) Management Agreements for the Structures.

3. Bidder Information

3.a Description of Bidder

The Bidder brings together a world class team of infrastructure investors, a leading parking operator and specialist advisers – all leaders in their respective fields. We understand the issues involved in the privatization of parking assets and have extensive experience and knowledge in the management of critical infrastructure. The Bidder also possesses existing relationships and a proven track record relevant to delivering successful outcomes for the Project Partners in the Concession and Management Agreements for the Parking System. The Bidder will form a special purpose vehicle, the “Concessionaire”, which will be the bidding entity for the Parking System. The Bidder is comprised of P4 Partners LLC, Aurora Capital Group, and an operating agreement with LAZ Parking (as further described in Section 3.c).

Following is a structural diagram illustrating the relationships amongst the various Bidder Members, as further described below:



Following is an overview of each Bidder Member:

P4 Partners

P4 Partners LLC (created in 2008 but formally organized as a separate legal entity in 2010) is the affiliated entity through which LAZ pursues Parking Public Private Partnerships (“P4”) investments. The core members and majority owners (90%) of P4 Partners are senior officers and majority owners of LAZ (formed in 1981) and of LAZ Parking Realty Investors, LLC (“LPRI”) (formed in 2007 as an investment vehicle for private sector parking real estate). P4 Partners seeks to pursue P4 investments, leveraging the operational and concession expertise resident in LAZ / VINCI Park to create long-term durable investments for P4 Partners and other infrastructure investors. P4 Partners

and Aurora will act as co-managing members of the Bidder, whose investors will also include equity funds that are yet to be finalized. Operations and management will be overseen by LAZ Parking, as described in Section 3.c.

Aurora Capital Group

Founded in 1991, Aurora Capital Group is a Los Angeles-based private equity firm with approximately \$2.5 billion of assets under management. Throughout its history, Aurora's investment focus has been supporting and building leading businesses in partnership with talented operating executives and entrepreneurs. Aurora has extensive experience as a lead investor in carve-out transactions, as well as investments that require active governance and operational oversight.

LAZ Parking / VINCI Park

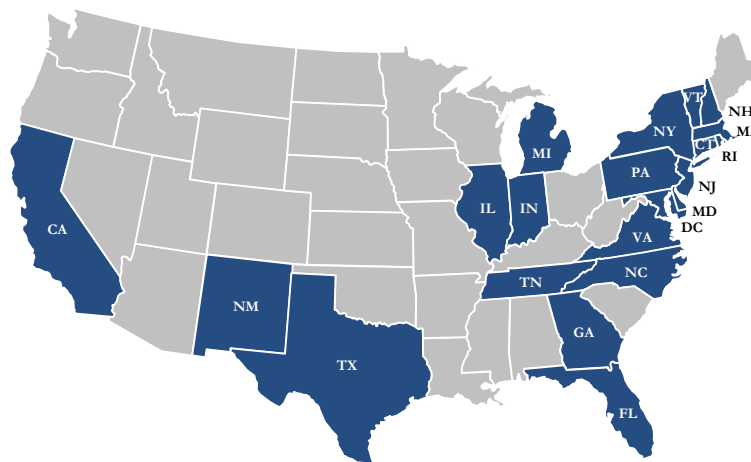
LAZ Parking / VINCI Park ("LAZ Parking" or "LAZ") is a national parking company, headquartered in Hartford, CT, with major regional offices in Boston, New York, Philadelphia, Washington, D.C., Atlanta, Miami, Chicago, Dallas, Houston, San Diego, and Los Angeles. In existence for 29 years, LAZ Parking now manages over 1,400 locations in 99 cities across 21 states, and manages gross revenues in excess of \$500 million annually. LAZ will operate the Parking System (as further described in Section 3.c).

LAZ Parking's portfolio includes major on-street and off-street municipal parking, entertainment/event parking, residential buildings, hotels and resorts, office buildings, mixed-use projects, hospitals and medical complexes, airports, university parking and valet-oriented parking specifically for restaurants/hotels.

LAZ is the only parking operator in the United States to have successfully completed privatization of the parking assets of a first tier U.S. city. LAZ, together with its financial partner, Morgan Stanley Infrastructure Partners ("MSIP"), entered into long-term parking concession lease agreements with the City of Chicago with up-front concession values of \$563 million (99 year lease/concession of Chicago Downtown Public Parking System) and \$1.15 billion (75 year lease/concession of Chicago Metered Parking System).

In the fall of 2007, LAZ Parking combined forces with Europe's top parking operator, VINCI Park, in a transaction that resulted in a significant investment by VINCI in LAZ. This transaction represented a mutual growth strategy, allowing LAZ to continue its U.S. expansion and allowing VINCI to add the United States to its international portfolio, supported by LAZ's top-quality management and successful track record of significant growth. VINCI Park has built an extremely successful network of parking operations, currently operating over 1,220,400 parking spaces in 12 countries, including the United States, Canada, and areas throughout Western Europe and Eastern Europe. VINCI Park is a wholly owned subsidiary of VINCI S.A., a Paris Stock Exchange listed company with a market capitalization of ~\$27.5 billion.

LAZ Parking is located in the 21 states represented on the map below:



LAZ Parking Fast Facts	
Years in Operation:	29 Years
Number of Locations:	1,400+
Number of Parking Spaces:	435,000+
Annual Managed Revenues:	\$500+ Million (Projected 2010)
Number of Employees:	6,000+
States / Cities:	21 / 99
Portfolio Mix:	Managed, Leased and Owned
Regional Offices:	Hartford (Head Office), Boston, New York, Philadelphia, Washington DC, Atlanta, Miami, Chicago, Dallas, Houston, Los Angeles, and San Diego

3.b Roles of Bidder Members and Key Personnel

Each Bidder Member will bring its own experiences to the ownership, management and operation of the Parking System. These experiences and qualifications include the operation of parking facilities on behalf of, and working in cooperation with, government and private sector stakeholders. As detailed in Section 3, the Bidder and the key personnel described below have substantial technical capabilities related to parking operations, including operation and maintenance, transition management, customer service, undertaking required capital improvements, and safety and security. Furthermore, as detailed in Section 5, the Bidder, its key personnel, and our advisors have the financial capability to fund all required payments due under the Concession Agreement, maintain and upgrade the Parking System, and raise financing without any contingencies.

P4 Partners and Aurora will act as managing members of the Bidder and will provide asset and investment management services to the Concessionaire. The Bidder will also establish an Operating and Maintenance Agreement with the Operator, LAZ Parking.

If selected, the Bidder's approach will be for the Metered Parking System to operate as a stand alone, self contained business, retaining its distinct local flavor, and reporting to the Board formed by the Bidder to oversee this investment. We expect that current City employees working at the Metered Parking System would transfer across to the new owner on completion and would be supplemented, as required, by personnel currently employed by the Bidder's co-managers and their affiliates and then by external hires if required. This will be aided by a transition program drawing on the resources of the Bidder and its partners. Afterwards, the Bidder Board will be able to draw on strategic input from its own internal resources as well as by external specialists if required.

Following is an overview of the key personnel for each Bidder Member:

P4 Partners - Key Personnel		
Name & Title	Role	Experience
Peter Levin	Chief Investment Officer	Peter D. Levin is the Chief Investment Officer for LAZ Parking. He is responsible for developing and overseeing the investment activities of the company. He has over 20 years of real estate and capital markets experience. Previously, Mr. Levin was a Managing Director of AEW Capital Management and the Chief Financial Officer of the Hahn Company. He holds an MBA from the Harvard Graduate School of Business Administration and a BA from Haverford College.

P4 Partners - Key Personnel

Name & Title	Role	Experience
Larry Stubbs	<i>Managing Director of Acquisitions</i>	Larry Stubbs is Managing Director of Acquisitions for LPRI and P4 partners, with responsibility for all acquisition and due diligence activities. Prior to joining LAZ, Mr. Stubbs was Senior Vice President with GE Capital/InterPark for 10 years, acquiring parking real estate assets nationwide. Before his employment with InterPark, Mr. Stubbs was a founding partner of Airport Satellite Parking, LLC, acquiring off-airport parking assets for investment partner Kohlberg & Company, and oversaw New England and Mid-Atlantic business development for Kinney System Parking. Between 1983 and 1992, he was a Vice President in the Municipal Bond Department of William R. Hough & Co. Mr. Stubbs holds a Masters Degree in Business Administration from Cornell University's Johnson Graduate School of Management, and a Bachelor's Degree in Economics from Vanderbilt University.
David Lerman	<i>Principal and Managing Partner</i>	David Lerman is Managing Partner of LAZ Parking Realty Investors, LLC. Mr. Lerman is responsible for general oversight of LPRI, with special responsibilities for strategic planning, coordination of investment, acquisition, and capital sourcing activities, and interaction with LAZ Parking (in which Lerman has been a principal since the early 1990s). A graduate of Harvard College and Georgetown University Law Center, Lerman practiced real estate development and finance law as a partner in one of Houston, TX's largest law firms before entering business in 1988. Since that time, Lerman has been a commercial real estate developer specializing in the development, acquisition, ownership, and management of shopping center, office, and parking properties. In 2008, Lerman became Managing Partner of LPRI, and his primary business commitment is now LPRI and LAZ Parking, with major focus on the development of Parking Public Private Partnership opportunities.
Sanford Cloud	<i>Managing Director of Government Relations</i>	Sanford (Sandy) Cloud is CEO of the Cloud Company and a Managing Director of P4 Partners. The Cloud Company acts as advisor and principal in a broad range of real estate development and municipal finance projects. Sandy has served as the President and CEO of the National Conference for Community and Justice, and as Vice President of Corporate Public Involvement at AETNA. Sandy served as a Connecticut State Senator from 1977 to 1980. Sandy is a graduate of Howard University and Howard University Law School.

Aurora Capital Group - Key Personnel

Name & Title	Role	Experience
Gerald Parsky	Chairman	Mr. Parsky is the Chairman of Aurora. Prior to Aurora, he served as a Treasury Department and Federal Energy Office official from 1971-74, and as Assistant Secretary of the Treasury for International Affairs from 1974-77. For the next thirteen years, Mr. Parsky was affiliated with the law firm of Gibson, Dunn & Crutcher LLP, where he was a Senior Partner and member of the Executive and Management Committees. While at Gibson, Dunn & Crutcher LLP, Mr. Parsky served as Co-Chairman of an investment firm, which specialized in the purchase of banks and financial institutions. Mr. Parsky is a graduate of Princeton University and the University of Virginia Law School.
John Mapes	Managing Partner	Mr. Mapes is the Managing Partner of Aurora. He joined Aurora in 1992 and then rejoined the firm in 1995 after earning a master's degree in business administration from Harvard's Graduate School of Business Administration. Previously, Mr. Mapes was in the Corporate Finance Group at Salomon Brothers Inc., where he specialized in the evaluation of companies for potential financings and mergers. Before graduating from Harvard's Graduate School of Business Administration, Mr. Mapes graduated with a bachelor's degree in economics and business from UCLA.

Aurora Capital Group - Key Personnel

Name & Title	Role	Experience
Tim Hart	General Counsel	Mr. Hart is a Partner and General Counsel of Aurora. Mr. Hart joined Aurora in 2007. Previously, Mr. Hart was a Partner in the Los Angeles office of Gibson, Dunn & Crutcher LLP. Mr. Hart's practice at Gibson Dunn consisted of counseling private equity firms (primarily Aurora) in mergers and acquisitions, capital markets transactions and general portfolio company matters. Mr. Hart also represented other public and private clients in various corporate transactions. Mr. Hart is a graduate of Merrimack College and the University of San Diego School of Law.
Michael Marino	Vice President	Mr. Marino is a Vice President of Aurora. He joined Aurora Capital Group in 2003 and then rejoined Aurora in 2008 after earning a master's degree in business administration from Harvard Business School. Previously, Mr. Marino was a member of the Mergers & Strategic Advisory / Industrials Group of Goldman, Sachs & Co in New York. Mr. Marino is a graduate of Boston College and Harvard's Graduate School of Business Administration.

LAZ Parking - Key Personnel

Name & Title	Role	Experience
Alan Lazowski	Chief Executive Officer	Alan Lazowski is Co-Founder of LAZ Parking Ltd, LLC and President of LAZ/Karp Associates, Inc. He attended the University of Connecticut and has completed work in the Graduate School of Design at Harvard University, specializing in Real Estate Investment Analysis. He is an active member of the National Parking Association and is on the Board of Directors of Homeward Bound Foundation, The Jewish Community Center and the Advisory Board of First National Bank. He is a member of the Advisory Board of the Hartford Downtown Council and the Urban League.
Michael Kuziak	Chief Operating Officer	Michael J. Kuziak is a graduate of the University of Hartford with a B.S. in Finance and Marketing. Mr. Kuziak oversees the Connecticut based parking company including personnel, operations, finance and new business development. He is the primary owner contact for management clients and works closely with property owners to ensure satisfaction with the operation and marketing of each facility. He served on the Board of Directors for Business for Downtown Hartford and serves in an advisory capacity for various other community groups. Mr. Kuziak has been with LAZ Parking since its inception 29 years ago.
Patrick Ryan	VP, Government Services - West	Patrick Ryan has more than 15 years of municipal parking experience, both on-street and off-street. He has worked closely with hundreds of cities across the U.S. and internationally to improve the performance of their parking systems. Mr. Ryan has worked as a parking partner for many U.S. cities, including San Francisco, CA, Houston, TX, Portland, OR, Berkeley, CA and Detroit, MI. Most recently he led the project to upgrade the City of Chicago's on-street parking system. Mr. Ryan and his team replaced most of the city's 36,000 single parking meters with nearly 4,200 CALE multi-space machines in just 7 months, the largest and fastest technology upgrade of its kind in the world.
Antonio DiPaolo	VP, Midwest	Antonio (Tony) DiPaolo is the Regional Vice President for the Midwest region of the U.S., which includes Indiana. Mr. DiPaolo has been with LAZ Parking since 2005, and has overseen a variety of major properties and projects within the North East, Mid Atlantic and, most recently Mid West marketplaces. In Chicago, Mr. DiPaolo oversees a portfolio of properties with over \$100M in annual revenues. He was the key driver behind successfully transitioning and managing the City of Chicago Downtown Garages P3 (the country's largest underground parking system), the City of Chicago Parking Meter P3 (the largest such project of its kind) and the Hyatt Regency Chicago, which is biggest Hyatt in the world.

3.c Operator

The Parking System operations will be performed by LAZ Parking (the "Operator"), under an Operating & Maintenance Agreement with the Concessionaire. The experience and expertise of LAZ Parking will ensure that the Parking System is operated and managed in a manner that optimizes the parking experience for all of the Project Partners, including the City of Indianapolis and its residents.

The Operator's deep experience in owning and managing parking facilities throughout the U.S. ensures that best practices in parking operations and management will be implemented for the Parking System and that the highest level of customer service and satisfaction will be delivered to parkers.

General Qualifications

As outlined in Section 3.a, since 1981 LAZ Parking has built one of the most stable, trusted, and innovative parking firms in the country. LAZ Parking leases and/or manages over 1,400 parking facilities consisting of over 435,000 parking spaces in 21 states and 99 cities. In November 2007, LAZ joined forces with VINCI Park, the global leader in parking management, which became a 50% owner of LAZ. This combination created the largest parking company in the world in terms of value with the combined expertise and management of over 1,220,400 parking spaces in all parking disciplines, including on-street parking systems, stand-alone municipal garages, airports, residential buildings, hotels and resorts, hospitals and medical centers, valet venues, surface lots, mixed-use projects, shuttle systems, stadium and event venues and university campus parking.

This experience gives the Operator unparalleled expertise to operate and maintain the Parking System over the long-term and ensures the facilities will be operated in the most efficient and customer service oriented manner for the City of Indianapolis and its residents.

Specific Municipal Expertise

The Operator currently operates over 142,000 spaces for municipalities in the United States, including more than 40,000+ on-street metered spaces.

The Operator's senior management has well over one hundred years of combined parking expertise globally. In the U.S. alone, the Operator's management team includes Patrick Ryan and Phil Oropesa, who have over 50 years of combined municipal parking expertise working as senior staff and as Parking Directors for the cities of New York, Hartford, Reading, Pennsylvania, St. Petersburg, Miami Beach and West Palm Beach.

Following is a summary table of the Operator's municipal clients:

U.S. Government Clients	
Entity	# of Spaces
Washington Metro Area Transit Authority (DC)	59,000
Chicago Meters System (IL)	36,000
Massachusetts Bay Transportation Authority (MA)	25,037
Metropolitan Transportation Authority (Metro North) (NY)	13,535
Norwalk Parking Authority (CT)	4,000
City of South Miami (FL)	1,375
Port Authority of New York (NY)	1,250
City of Macon (GA)	800
University of Miami (FL)	750
Village of Bal Harbour (FL)	400
Town of Surfside (FL)	80
Total	142,227

3.d Contact Person

All inquiries should be directed to the individual listed below.

Larry J. Stubbs
Managing Director, Acquisitions
P4 Partners, LLC
745 Atlantic Avenue
Boston, MA 02111
Direct Dial: (617) 426-0604 ext. 709
Cell: (617) 777-9788
Fax: (617) 426-0607
Email: lstubbs@lazparking.com

3.e Controlling Interest

As described in section 3.a, the Bidder will establish a Concessionaire entity to own and operate the assets of the Parking System. Following is a description of the ownership and controlling interest structure for each Bidder Member:

P4 Partners

P4 Partners, LLC is the Parking Public Private Partnerships (“P4”) investment vehicle through which LAZ Parking pursues public parking concession opportunities. P4 Partners is comprised of senior officers and major shareholders in LAZ Parking and LAZ Parking Realty Investors LLC and certain affiliates, and is controlled by senior management of LAZ Parking. All of the investors in P4 Partners have extensive experience funding projects of a comparable size and scope to the Parking System.

Aurora Capital Group

Founded in 1991, Aurora Capital Group is a Los Angeles-based private equity firm with approximately \$2.5 billion of assets under management. Throughout its history, Aurora has executed over 100 acquisitions as the lead investor, including transactions with enterprise values greater than \$1 billion. Aurora is owned by its partnership, and invests on behalf of a collection of leading public and private pension funds, as well as other investors.

LAZ Parking

LAZ Karp Associates, LLC (d/b/a “LAZ Parking”) is a limited liability corporation organized pursuant to the laws of the State of Connecticut. LAZ Karp Associates, LLC has two members, each owning a 50% membership interest: LAZ Karp Partners, Inc. and VINCI Park, USA Holding, Inc. LAZ Karp Associates, Inc. comprises the original five (5) shareholders of the LAZ Enterprise, as well as shareholders admitted following the acquisition of Sunset Parking of San Diego. VINCI Park USA Holding, Inc is wholly owned by VINCI Park of France, part of the VINCI Group, a publicly traded company on the Paris Stock Exchange.

3.f Expected Advisors

The Bidder has brought together a world class advisory team comprised of the following organizations:

Expected Advisors		
Role	Firm	Contact
Financial Advisor	Evercore Partners, Inc., New York	Mark Williamson, Managing Director
Legal Counsel	Mayer Brown LLP, New York	John Schmidt, Partner
Local Legal Counsel	Krieg DeVault, Indianapolis	William R. Neale, Partner
Parking Consultant	DESMAN Associates, New York	Gerald Salzman, Principal
Construction Advisor	Keystone Construction Corp., Indianapolis	Ersal Ozdemir, Chief Executive Officer

Other parties may be retained as additional advisers or specialist sub-consultants to above advisers. Following is an overview and related experience for each of our appointed advisers:

Evercore Partners
















Established in 1996, Evercore Partners, Inc. ("Evercore") is one of the leading independent investment banking advisory firms in the world. Independent investment banking advisory firm means an investment banking firm that directly or through its affiliates does not engage in commercial banking or proprietary trading activities. Evercore provides advisory services to prominent multinational corporations on significant mergers, acquisitions, divestitures, restructurings, financings and other strategic corporate transactions. Evercore also includes an Investment Management business through which it manages institutional assets for sophisticated institutional investors, provides wealth management services for high net-worth individuals, and provides specialized investment management, independent fiduciary and trustee services to employee benefit plans of large corporations. Evercore serves a diverse set of clients around the world from its offices in New York, San Francisco, Boston, Washington D.C., Los Angeles, Houston, London, Mexico City and Monterrey.

Evercore is the most prominent and highest ranked advisory boutique with respect to U.S. M&A transactions. As shown below, in 2009 Evercore announced a larger value of M&A transactions than any other boutique investment bank in the U.S. by a nearly 3x margin, and ranked among the largest investment banks on Wall Street. From 2000 - 2008 (not shown), Evercore also ranked higher than any other boutique investment bank by a nearly 2x margin. Evercore was named the 2009 Boutique Bank of the Year by Investment Dealers' Digest.

U.S. M&A Announced Transactions

2009			2009			
Boutiques	1	Evercore Partners	\$194.4	1	Goldman Sachs	\$290.6
	2	Rothschild	67.6	2	Morgan Stanley	282.6
	3	Blackstone Group	61.8	3	JP Morgan	274.5
	4	Perella Weinberg Partners	25.4	4	Citi	216.7
	5	Greenhill & Co	21.8	5	Barclays Capital	197.4
	6	Centerview Partners	16.7	6	Evercore Partners	194.4
	7	Moelis & Co	6.3	7	Bank of America Merrill Lynch	188.3
	8	Guggenheim Securities	6.1	8	Lazard	99.1
	9	Allen & Co	6.0	9	Credit Suisse	68.3
	10	Foros	5.6	10	Rothschild	67.6
			All Firms			

Evercore's announced transactions include advising Burlington Northern Santa Fe on its \$44 billion sale to Berkshire Hathaway, Wyeth on its \$68 billion sale to Pfizer and Frontier on its \$8.6 billion acquisition of assets from Verizon. The firm's ranking in merger transactions puts it ahead of larger full service Investment Banks, including Bank of America Merrill Lynch, Citi and UBS. This is very significant when comparing the size, overall resources, institutional history and breadth of financial products of Evercore to these much larger and older global institutions and we believe speaks to the direct quality of our advisory team. Recent major US transactions for which Evercore advised on are highlighted below:










<p>Advising</p>  <p>RiskMetrics Group on its pending \$1.6 billion sale to</p>  <p>2010</p>	<p>Advised</p>  <p>TPG CPP INVESTMENT BOARD on their \$43.8 billion sale to</p>  <p>2009</p>	<p>Advised</p>  <p>BNSF RAILWAY on its \$43.8 billion sale to</p> <p>BERKSHIRE HATHAWAY INC.</p> <p>2009</p>	<p>Advised</p>  <p>ACS AFFILIATED COMPUTER SERVICES, INC. on its \$8.3 billion sale to</p>  <p>2009</p>	<p>Advised</p>  <p>CIT on restructuring alternatives affecting over \$50 billion of debt</p> <p>2009</p>
<p>Advised</p>  <p>GM on its restructuring \$90 billion</p> <p>2009</p>	<p>Advising</p>  <p>Lyondellbasell on restructuring alternatives affecting approximately \$24 billion of debt</p> <p>2009</p>	<p>Advised</p>  <p>MGM MIRAGE on its debt and equity capital raise of \$2.7 billion in conjunction with restructuring alternatives affecting approximately \$14 billion of debt</p> <p>2009</p>	<p>Advised</p>  <p>Wyeth on its \$67.9 billion sale to</p>  <p>2009</p>	<p>Advised</p>  <p>TIME WARNER CABLE on its \$42.1 billion separation from</p>  <p>2008</p>

Evercore's Infrastructure Team (the "Evercore Team") has deep industry knowledge and relevant expertise throughout all infrastructure asset classes, including parking. All members of the Evercore Team have public-private partnership ("PPP") experience, including several who have having worked together for years on infrastructure PPP transactions. With regards to PPP transactions, the Evercore Team has substantial experience advising the private sector as well as both domestic and international government entities, such as Mexico, Australia, the U.K., Europe, Canada and several states throughout the U.S. Through these engagements, the Evercore Team has developed an advanced understanding of procurement alternatives and broad experience in all aspects of transaction preparation and execution across global industries.

The Evercore Team has extensive experience in providing financial advisory services and arranging debt and equity financing, similar to what is required for the Concession and Management Agreements of the Parking System. Following are selected recent infrastructure advisory assignments:

Parking	<p>Advised</p>  <p>abertis BID for Chicago Midway Airport Financial Advisor Bid Withdrawn</p>	<p>Advised</p> <p>Confidential Client Bid for Concession of Chicago Metered Parking Financial Advisor 2008</p>	<p>Advised</p>  <p>fremont \$842MM Acquisition of Central Parking Financial Advisor 2007</p>	<p>Advised</p> <p>THE PORT AUTHORITY OF NY & NJ Acquisition of NYCT by TEACHERS' PENSION PLAN Financial Advisor 2007</p>	<p>Advised</p>  <p>FOREST CITY ENTERPRISES \$563MM Concession of Chicago Downtown Parking Financial Advisor 2006</p>	<p>Advised</p>  <p>Austrian Airlines Parking Company of America Airports Senior Debt Refinancing Financial Advisor 2006</p>	<p>Advised</p>  <p>Austrian Airlines Parking Company of America Airports on its acquisition of SUNPARK Financial Advisor 2005</p>	 <p>Macquarie Infrastructure Company Initial Public Offering Bookrunner 2004</p>
Toll Roads	<p>Advising</p>  <p>METRO PACIFIC INVESTMENTS Strategic Alternatives for certain Philippines Toll Roads Financial Advisor Ongoing</p>	<p>Advised</p>  <p>TEACHERS' PENSION PLAN purchase of certain Chilean toll roads Financial Advisor 2009</p>	<p>Advised</p>  <p>Itinere Bid for Texas North Tarrant Expressway Financial Advisor 2009</p>	<p>Advised</p>  <p>SPVIAS Sale of SP Vias Financial Advisor 2009</p>	<p>Advised</p>  <p>BABCOCK & BROWN bid for Florida I-595 Financial Advisor 2008</p>	<p>Advised</p>  <p>CCR CCR-led Bid for the Privatization of FARAC Toll Roads (Mexico) Financial Advisor & Sole Financing Provider 2007</p>	<p>Advised</p>  <p>IDEAL IDEAL/MIC-led Bid for the Privatization of FARAC Toll Roads (Mexico) Financial Advisor 2007</p>	<p>Advised</p>  <p>Cintra Cintra-led Mandated Consortium for the Privatization of Texas State Highway 121 Financial Advisor 2007</p>
Airports & Related	<p>Advising</p>  <p>BAA COMPETITION COMMISSION Advisor to UK Competition Commission Financial Advisor Ongoing</p>	<p>Advised</p>  <p>TACA on merger with Avianca Financial Advisor 2009</p>	<p>Advised</p>  <p>abertis BID for Chicago Midway Airport Financial Advisor 2008</p>	<p>Advised</p>  <p>DELTA Merger with nwa Joint Advisor 2008</p>	<p>Advised</p>  <p>LANDMARK AVIATION Advisor to Dubai Aerospace Enterprise Regarding \$436 Million Sale of Landmark Aviation Financial Advisor 2007</p>	<p>Advised</p>  <p>Beijing Airport Operations Base Development Sole Advisor 2007</p>	<p>Advised</p>  <p>MACQUARIE \$970 Million Refinance of Atlantic Aviation Financial Advisor 2007</p>	<p>Advised</p>  <p>MACQUARIE Acquisitions of Trajen and Mercury Air Centers by Atlantic Aviation Financial Advisor 2006/2007</p>

Ports & Related

<p>Advised</p>  <p>Sale of Porto Pontal</p> <p>Financial Advisor 2009</p>	<p>Advised</p>  <p>Financial Restructuring</p> <p>Financial Advisor 2008</p>	<p>Advised</p>  <p>\$5.0 Billion Initial Public Offering</p> <p>Joint Bookrunner 2007</p>	<p>Advised</p>  <p>Absolute Consent Right Regarding the Potential Purchase of its</p>  <p>by</p>  <p>2007</p>	<p>Advised</p>  <p>Acquisition of</p>  <p>by</p>  <p>2007</p>	<p>Advised</p>  <p>Sale of</p>  <p>to</p>  <p>2007</p>	<p>Advised</p>  <p>Financing Alternatives</p> <p>Financial Advisor 2007</p>	<p>Advised</p>  <p>Acquisition of Fraser Surrey Docks Port Terminal</p> <p>Financial Advisor 2007</p>
<p>Advised</p>  <p>on its \$43.8 billion sale to</p>  <p>Financial Advisor 2009</p>	<p>Advised</p>   <p>Financial Advisor 2009</p>	<p>Advised</p>  <p>Defense Against Activist Hedge Funds</p> <p>Financial Advisor 2008</p>	<p>Advised</p>  <p>\$600 million 5.750% senior notes due 2018</p> <p>Lead Bookrunner 2008</p>	<p>Advised</p>  <p>Purchase of Oakland Airport Connector (BART)</p> <p>Financial Advisor 2008</p>	<p>Advised</p>  <p>on its \$2.4 billion sale to</p>  <p>Financial Advisor 2007</p>	<p>Advised</p>  <p>\$2.6 Billion Strategic Sale to</p>  <p>Financial Advisor 2007</p>	<p>Advised</p>  <p>\$500 Million 5.750% Notes Due 2017</p> <p>Lead Bookrunner 2007</p>

Evercore's extensive experience with the complete range of advisory services includes the following:

- Strategic advisory services: Advise boards of directors, senior management teams governments and government sponsored authorities
- Sell side advisory: Preparation of marketing materials, solicitation and negotiation of buyers and rendering of fairness opinions
- Buy side advisory: Including consortium development, transaction structures and valuation
- Financing and capital raising: Solicit and arrange committed financing, assess alternative structures, ratings agencies processes and provide advice on appropriate capitalization
- Negotiation & documentation: Review and assist with all aspects of the negotiation and documentation process
- Due diligence: Assist in the selection of consultants, manage organization of a data room and coordinate the entire due diligence process
- Valuation: Prepare base case financial model, multiple valuation analyses comparing alternative methodologies and perform sensitivity analyses
- Post-Transaction: Advise and assist in financial close process, debt syndication and equity syndication. Assist in transition services, public relations and education processes as well as continuing assessment of transaction public benefits

Qualification of Financial Advisory Team

George R. Ackert, Senior Managing Director, Head of Transportation & Infrastructure

Mr. Ackert has had extensive financing and M&A experience across transportation and infrastructure, including PPPs. He is an internationally recognized advisor to companies and governments in the transportation and infrastructure space working across sell-side, buys side, financing and a full assortment of advisory transactions. Mr. Ackert was previously Global Head of Transportation & Infrastructure at Bank of America Merrill Lynch.

Selected Transaction Experience

- Sell side advisor to Burlington Northern Santa Fe on its pending sale to Berkshire Hathaway \$44bn
- Advisor to Delta Air Lines on merger with Northwest Airlines in 2008
- Sell side advisor to Dakota, Minnesota & Eastern Railroad to Canadian Pacific Railway
- Buy side advisor to Cintra on \$3.4bn Texas State Highway 121 public private partnership concession award
- Lead Bookrunner on Hertz Initial Public Offering and Follow-On Offering

Mark Williamson, Managing Director, Co-Head of Infrastructure

Mr. Williamson has extensive global infrastructure experience, including PPP, M&A, and financing of infrastructure assets; across multiple sectors such as roadway, port, parking, airport, rail, water and telecommunications. Prior to joining Evercore, Mr. Williamson was responsible for initiating and leading the Americas Infrastructure Investment Banking practice at Bank of America Merrill Lynch

Selected Transaction Experience

- Buy side advisor to Abertis, GE and Babcock & Brown consortium on Chicago Midway Airport concession bid
- Buy side advisor to Ontario Teachers' Pension Plan for the acquisition of Cintra's Chilean toll roads
- Buy side advisor to Cintra on \$3.4bn Texas State Highway 121 public private partnership concession award
- Buy side advisor to Itinere on North Tarrant Express concession
- Financial advisor to Tyco International on \$140bn largest ever corporate restructuring

Christopher Nicholson, Vice President, Infrastructure

Mr. Nicholson has more than 8 years of experience providing M&A advisory services with a focus on infrastructure transactions specifically. More broadly across the infrastructure sector he has additional experience across sectors such as ports, rail, airports and parking. Mr. Nicholson's prior transaction roles have included executing transactions, running debt and equity financing processes, coordinating due diligence processes, and complex financing modeling and valuation. Prior to joining Evercore, Mr. Nicholson focused on building the Americas Infrastructure business at Merrill Lynch.

Selected Transaction Experience

- Financial advisor on the buy side of Chicago Metered Parking for a confidential client
- Buy side advisor to Ontario Teachers' Pension Plan for the acquisition of Cintra's Chilean tollroads
- Buy side financial advisor to IDEAL and Macquarie on their \$4bn bid for Mexico FARAC package 1 toll road concession package
- Financial advisor to Parking Company of America Airports on their Senior Debt Refinancing
- Financial advisor to Parking Company of America Airports on its acquisition of SunPark Airport Parking

Mayer Brown

Mayer Brown is a leading global law firm with more than 1,750 lawyers worldwide. Mayer Brown's strong U.S. footprint includes offices in key business, financial and governmental centers, including Los Angeles, Chicago, Charlotte, Houston, New York, Palo Alto and Washington, DC. The directly relevant experience of its lawyers operating in Los Angeles and Chicago, in particular, allow it to provide best-in-class legal support to the Consortium for the long-term concession and lease of the Indianapolis Parking System.

The firm has unrivaled experience in representing both private bidders and public sector clients on groundbreaking U.S. infrastructure long-term concession and lease transactions. It also possess multidisciplinary strength in all aspects of law needed to carry out large-scale transactions in the public sector, including public finance and intergovernmental relations; federal, state and local tax; project finance; real estate; construction contracts; environmental and regulatory law; mergers and acquisitions; and commercial and financial transactions of all kinds. The lawyers in its Infrastructure practice also offer unmatched experience in the negotiation and documentation of major infrastructure transactions supported by a variety of implementation and financing arrangements, including long-term leases, management contracts, project development agreements, design and construction contracts, operation and maintenance agreements and acquisition agreements.

Infrastructure P3 Capabilities and Experience

Mayer Brown has been the national leader in applying long-term concession and public-private partnership structures to major infrastructure assets in the United States. It has been counsel in path-breaking transactions involving parking facilities, toll roads, airports and ports. Mayer Brown brings to its role as legal advisor to the Consortium its experience and credibility, as well as demonstrated capacity to identify, analyze and resolve the range of legal issues involved in such innovative transactions and to develop the documentation and other legal structures needed to protect both the Concessionaire and the government, and to give confidence to the public and lenders. Its careful attention to all technical elements necessary in relation to the facility and our energy, commitment and transactional skills will move the transaction forward expeditiously. No other law firm has carried out the range of legal analysis and performed the range of strategic and legal functions in connection with comparable public-private transactions in the United States.

Mayer Brown's recent experience includes some of the most significant infrastructure transactions in the United States, most of which involved the long-term concession lease of existing assets. Examples of its work include the following public-private partnerships: the Chicago Downtown Public Parking System (including 9,178 spaces), the Chicago Skyway Toll Bridge, the Indiana Toll Road and the Northwest Parkway (in metropolitan Denver, Colorado). It also represented the Commonwealth of Pennsylvania in its efforts to achieve a long-term concession lease for the Pennsylvania Turnpike and it is currently representing the City of Chicago in the first long-term concession lease of a major American airport, Chicago Midway International Airport, which includes as a major component the Airport's value approximately 13,000 public parking spaces.

The following transactions are representative of Mayer Brown's skills, experience and track record regarding private investment in parking infrastructure in the United States.

Parking P3 Capabilities and Experience

Chicago Downtown Public Parking System: Mayer Brown was lead transaction counsel for the City of Chicago and the Chicago Park District in connection with the long-term lease and concession of the Chicago Downtown Public Parking System, the largest underground parking system in the United States (with 9,125 spaces) underneath Grant Park and Millennium Park in downtown Chicago. This was the first application of the long-term concession model to public parking facilities in the United States.

Beginning in 2005, Mayer Brown undertook analysis of the legal issues associated with the potential long-term lease and concession of the parking system, including applicable restrictions on public parks under Illinois statutory and case law and real estate and related issues associated with the particular nature of the asset. It drafted legislation that was passed by the Illinois General Assembly in 2006 to exempt the transaction from otherwise applicable real estate taxes.

Mayer Brown worked with officials of both the City of Chicago and the Park District (which co-own the system) and outside consultants to develop comprehensive standards governing the operation and maintenance of the parking system during the term of the lease. Along with the elements common to other long-term lease and concession transactions, the long-term lease agreement also deals with the relationship of the private garage operator to the public parks above the garages and with the private operator's obligation to carry out major reconstruction work required in parts of the system. The agreement allows the private operator to utilize portions of the underground system for retail and other specified concession purposes.

Mayer Brown structured the transaction to incorporate the simultaneous transfer by the Park District to the city of its interest in the system in order to create for the private operator a simplified ongoing lease arrangement with a single lessor. The formal offering process began with the issuance of an RFQ in May 2006. Twelve respondents were found to be qualified bidders. Mayer Brown managed an extensive process of due diligence and contract review by the qualified bidders that concluded in October, when binding bids were submitted. The winning bidder was a new infrastructure investment fund established by Morgan Stanley & Company, which agreed to pay upfront rent in the amount of \$563 million. Mayer Brown worked closely with Morgan Stanley, its lenders and respective counsel on the closing, which took place in December 2006. It also coordinated the response to, and provided necessary opinions with respect to, related litigation.

Other Parking Experience

Mayer Brown has conducted extensive analysis related to the following public-private partnerships for parking projects:

- Midway Airport Parking. Mayer Brown's representation of the City of Chicago in the proposed long-term concession lease of Midway Airport (further detailed below) includes as a major component the Airport's approximately 13,000 public parking spaces. Its advice to the city has included the development of operating standards that govern these facilities along with other aspects of the airport, the federal income tax and state tax issues associated with the concession of parking assets and the real estate aspects of a parking concession.
- Major Hub Airport Parking. Mayer Brown provided initial advice to a major municipality on the proposed long-term concession and lease of parking facilities at a hub airport.
- Chicago-Area Municipal Parking Garages. Mayer Brown represented a private sector client in negotiations with a Chicago-area municipality regarding the redevelopment and operation of its principal downtown parking garage.

Qualification of Legal Advisory Team

For Mayer Brown's representation of the Consortium, the team would be led by Partners John R. Schmidt and Joseph Seliga, whom are recognized as national experts in public-private partnerships for infrastructure assets.

John R. Schmidt, a partner in the Chicago office, has had a nationally recognized practice in mergers and acquisitions and other large-scale transactions and has also served in major government positions, including Chief of Staff to the Mayor of the City of Chicago, Ambassador and Chief United States Negotiator for the GATT World Trade Talks and Associate Attorney General of the United States. In recent years his practice has focused heavily on public-private partnerships involving the acquisition, maintenance and development of transportation infrastructure in the United States. A graduate of Harvard Law School and Harvard College, John was named by the American Lawyer as one of the 27 "All-Stars of the '90s" of the American bar and by the National Law Journal as one of the 100 most influential lawyers in America.

Transaction Experience

- John has been principal counsel in the pioneering U.S. concession transactions related to the Chicago Skyway, Indiana Toll Road, Northwest Parkway and Chicago Downtown Public Parking System.
- As counsel to the City of Chicago, John was named "Dealmaker of the Year" by the American Lawyer for his work on the long-term concession and lease of the Chicago Skyway Toll Bridge for \$1.83 billion, the first long-term concession and lease of an American toll road or toll bridge.
- He is now representing states, local government entities and private parties in a variety of other initiatives for private investment in infrastructure, including the City of Chicago's proposed long-term concession lease of Midway Airport and CenterPoint Properties in its proposed long-term concession lease of the Port of Virginia.

Joe Seliga practices in the area of state and local government law, representing public sector and private sector clients in a wide array of transactional, legislative and regulatory matters. Joe has extensive experience in complex government transactions, particularly in the infrastructure sector. Joe played a principal role in the \$1.83 billion concession and lease of the Chicago Skyway Toll Bridge, the first transaction of its kind in the United States, and the \$3.8 billion Indiana Toll Road and \$603 million Northwest Parkway concession and lease transactions, each of which received the Project Finance North American Transport Deal of the Year Award. Joe also has advised clients on path-breaking parking garage, airport and port concession and lease transactions and lottery privatization transactions and represented public sector and private sector clients with respect to wind farm, power plant, sanitary system and coal and coal gasification projects in various states.

Transaction Experience

- Advised the City of Chicago in all aspects of the \$1.83 billion concession and lease of the Chicago Skyway with Macquarie Infrastructure Group and Cintra Concesiones de Infraestructuras de Transporte, S.A., the first privatization of an existing toll road in the United States
- Represented the Indiana Finance Authority with respect to the \$3.8 billion Indiana Toll Road concession and lease with Macquarie Infrastructure Group and Cintra Concesiones de Infraestructuras de Transporte, S.A., the largest infrastructure privatization transaction ever completed in the United States

- Advised the City of Chicago and Chicago Park District in the \$563 million concession and lease of the over 9,000-space Chicago Downtown Public Parking System with the infrastructure fund of Morgan Stanley, the first privatization of an existing municipal public parking system in the United States
- Counsel to the Northwest Parkway Public Highway Authority in the \$603 million concession and lease of the Northwest Parkway in Colorado with Brisa Auto-estradas de Portugal, S.A. and Companhia de Concessões Rodoviárias
- Advising the City of Chicago on the proposed long-term concession and lease of Chicago Midway International Airport, which would be the first privatization of a major airport in the United States

Krieg DeVault

Krieg DeVault is a diversified law firm representing a wide variety of local, regional, and national clients. The firm was founded in Indianapolis in the 1870s with just two lawyers and has grown since to having over 130 legal professionals. Krieg DeVault is headquartered in Indianapolis, Indiana and has seven other offices located in Indiana, Illinois, Georgia, and Florida.

The firm's main areas of practice include business transactions, business succession planning, public and private equity and debt offerings, commercial and business litigation, tax-incentivized transactions and economic incentives, commercial lending, governmental relations, alternative energy and utilities, tax, health care, public finance, real estate and environmental, employment law, employee benefits, nonprofit organizations, financial services, intellectual property and technology.

In addition, the firm has significant experience in the area of privatizations and outsourcing transactions. Specifically, the firm represented Cintra Concesiones de Infraestructuras de Transporte, S.A. and Macquarie Infrastructure Group in the \$3.8 billion lease of the Indiana Toll Road. The firm also represented the City of Indianapolis in the privatization of the Naval Air Warfare Center, which is still the largest U.S. Department of Defense privatization, and U.S. Filter Operating Service in a 20-year, \$1.1 billion agreement to manage and operate the Indianapolis Waterworks, the largest public-private partnership of a municipal water utility in the United States. Lastly, the firm represented the State of Indiana in a \$1.2 billion public-private partnership to modernize the State's public assistance eligibility determination programs.

Qualification of Legal Advisory Team

William R. Neale is the chair of the firm's Business Practice Group. Mr. Neale's practice includes general corporate, business and securities matters, non-profit entities and health care. He has represented publicly and privately-held companies regarding acquisitions, public and private equity offerings and other state and federal securities regulatory matters. He has advised both governmental and business entities in complex contractual transactions including the privatization and public-private partnerships of government activities.

In 1992, he was appointed by President George Bush to a three-year term on the Council of the Administrative Conference of the U.S., a government agency which advised the Executive Branch, Congress and the Courts on ways to improve the federal administrative law process. Mr. Neale has also been a member of the Federal Judicial Merit Selection Commission and the Presidential Merit Rank Awards Board.

Representative Experience

- Lead counsel for the State of Indiana regarding a 10-year, \$1.2 billion public-private partnership for the modernization of the State's public assistance eligibility determination system
- Represented the City of Indianapolis in the privatization of the Naval Air Warfare Center, the largest Department of Defense privatization ever accomplished

- Represented U.S. Filter Operating Services in a competitive procurement of a 20-year, \$1.1 billion management agreement for the management and operation of the Indianapolis Waterworks, the largest public-private partnership of a municipal water utility in the United States

Scott B. Tittle is a member of the firm's Government Affairs, Health Care, and Business Practice Groups. He counsels clients on all aspects of government relations, including the American Recovery and Reinvestment Act of 2009, and health care, regulatory and business legal matters. Mr. Tittle previously served as Health Care Policy Director to Indiana Governor Mitch Daniels where he was responsible for executing the Governor's health care initiatives through the Indiana General Assembly and the State's health-related agencies. Mr. Tittle previously served as General Counsel for My Health Care Manager, LLC, Legislative Assistant to Congressman Mark Souder (Indiana) in Washington D.C., and Special Assistant to the Platform Committee and Senator Bob Dole at the 1996 Republican National Convention.

Representative Experience

- Worked with several clients (communities, municipalities, health care providers) to seek federal stimulus funds under the American Recovery and Reinvestment Act of 2009
- Worked as government affairs counsel to national design firm regarding several major State transportation projects
- Represented the Indiana Office of Disaster Recovery and the State of Indiana to assist communities, health care providers, and businesses recover from the wind and flood damage that affected the State in 2008 and 2009.

DESMAN Associates

Founded in 1973, DESMAN Associates ("DESMAN") is a national specialist in the planning and design of parking and transportation improvements and the restoration of parking facilities, plazas and building envelopes. DESMAN has excelled as one of the leading planners and designers of functionally efficient, attractive and cost effective parking solutions. DESMAN offers a complete scope of services in the planning, design, financing methods and operational techniques of a single parking improvement or entire parking program. It prides itself on providing its clients with "value added" services through an innovative application of extensive technical knowledge within a pragmatic approach to this specialized building type.

The rehabilitation of parking structures and buildings has long been a core component of DESMAN's mission. Combining academic training and "in-the-field experience", DESMAN's team of restoration professionals can quickly uncover sources of material failure or deterioration and develop a lasting restorative solution. Through past experience, DESMAN has taught itself how to phase maintenance programs and to work with owner's budgets.

DESMAN has been in the forefront of the growing trend towards Public Private Partnerships between public entities and private equity companies with respect to parking assets. DESMAN understands that it has been involved in more parking privatization projects than any other similar firm in the United States. DESMAN's experience has included the provision of parking consulting services to assess the physical and financial assets for the following projects:

- Chicago Downtown Public Parking System
- Harrisburg Parking Authority
- City of Chicago Metered Parking System
- San Juan International Airport (parking assets only)
- Chicago Midway International Airport (parking assets only)
- Los Angeles Public Parking System (financial analysis and condition appraisal)
- Pittsburgh Public Parking System (financial analysis and condition appraisal)

Qualification of Project Team

Gerald Salzman has been conducting traffic and parking studies at consulting firms for almost 30 years. He brings vast experience in planning effective traffic and parking systems for cities, suburbs, industrial corridors, mixed-use developments, hospital, medical center campuses, colleges and universities across the country. He has successfully negotiated access, circulation, and parking plans for projects in large cities, small towns, and major metropolitan suburbs, providing plans that meet the development's needs for access and parking while protecting residential streets.

His parking projects include parking layout, parking management plans, redesign of existing surface lots to increase capacity, garage feasibility, public private partnerships (PPP), and financial plans. His traffic projects include plans for access, circulation, loading docks, and pick-up/drop-off, as well as recommendations for external street improvements, including traffic signals. Mr. Salzman's recent public private partnership experience includes: Chicago Downtown Public Parking System, Chicago Metered Parking System, Harrisburg Garage and Meter System, Los Angeles Parking System and Pittsburgh Public Parking System.

Gregory Shumate has over 18 years of professional experience as a public administrator in urban planning, economic development and enterprise management. He has served as a project manager or team leader for the design, financing and implementation planning of various commercial, industrial, residential and waterfront projects. As Parking Commissioner for the City of Cleveland, Mr. Shumate was the chief operations administrator for the city's entire on-and off-street parking system, consisting of 16,450 spaces.

Mr. Shumate is the Managing Associate of DESMAN's Cleveland office. Since joining DESMAN Associates, he has authored a broad range of parking studies that have addressed master planning, supply/demand, site selection, facility staffing, management and maintenance strategies, parking meter systems, operational audits and the economic feasibility of parking projects and program initiatives.

Keystone Construction Corporation

Keystone Construction is located in downtown Indianapolis in the historic Majestic Building. Keystone offers construction management, general construction, design-build, master planning, project management, development, and investment services.

Keystone has successfully executed hundreds of projects with varying degrees of complexity for clients in these market segments: municipal, multifamily, commercial, residential, institutional, industrial, and healthcare. Keystone's current projects in process range in size from \$50,000 to \$53 million. Current work in process exceeds \$100 million. Keystone was honored as one of the fastest growing companies in Indiana by Indiana University in 2008 and one of the ten fastest growing companies in Indianapolis in 2009.

Keystone is certified by the State of Indiana and the City of Indianapolis as a Minority Business Enterprise. Nearly seventy percent of Keystone's Project Managers are LEED Accredited Professionals.

Relevant Assignments

Recent relevant assignments completed by Keystone include:

City of Carmel: Arts District Lofts & Shoppes and Parking Garage (\$60mm)

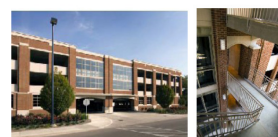
Keystone Construction has served as Construction Manager for the City of Carmel on many projects over the last four years. The latest project is Arts District Lofts & Shoppes, a private/public partnership between Keystone and the city of Carmel. It will encompass an entire city block in downtown Carmel. Keystone broke ground on the project in October, 2008. The 7-story mixed-use structure will have restaurant/retail usage on the first floor and apartment usage on the top four floors. Keystone is also constructing a 2-story, 450-space underground parking garage, which will provide public parking for the city. Keystone will also be installing a green roof. Keystone is seeking LEED (Silver) certification on the project.

**City of Indianapolis: Office Space for Department of Metropolitan Development & Department of Public Works (\$20mm)**

Keystone Construction served as Construction Manager for the Department of Public Works and the Department of Metropolitan Development's new office space. Originally constructed in 1920 for industrial use, the building stood vacant and blighted for nearly 30 years. Keystone completely renovated and redeveloped this six story building in 2008. The 180,000 square foot project was completed in less than 4 months.

**City of Muncie: 1,000 Space Parking Garage (\$20mm)**

Keystone Construction is Construction Manager for the City of Muncie for the construction of their new downtown Parking Garage. This project is a key development for downtown Muncie, as it will provide much needed public parking to spur further downtown development.

**City of Indianapolis: 3 Mass (\$30mm)**

Keystone was Construction Manager for 3 Mass, a 12-story new construction project in downtown Indianapolis. The building incorporated many green elements—most notably the largest commercial green roof in Indianapolis. The project includes retail space on the first floor, luxury condominiums on the top nine floors, and two floors of underground parking. Keystone delivered the project below the original budget.

Qualification of Project Team

Ersal Ozdemir is the Founder, President and CEO of Keystone Construction Corporation. He is also the Founder and President of Keystone Group, LLC, a real estate development and investment company. Mr. Ozdemir was born in Mersin, Turkey, where he was involved in a family real estate and construction business until he moved to the United States. Mr. Ozdemir currently serves on a variety of boards; He is President of the Carmel Economic Development Commission, Chairman of Community Addiction Services of Indiana and Vice Chairman of Children's Bureau. Other board involvement includes the Carmel Symphony Orchestra, Greater Indianapolis Progress Committee (GIPC), American Turkish Association of Indiana and the Liberian Humanitarian Foundation. He has also been actively involved in numerous professional and non-profit organizations, such as Rotary Club and the American Society of Civil Engineers. Mr. Ozdemir holds a bachelor's degree in Civil Engineering from Purdue University.

3.g Comparable Projects

The Bidder's ability to successfully fulfill the mandates of the Parking System Concession and Management Agreements to the satisfaction of the Project Partners is exemplified in the comparable projects either awarded to or

completed by the Bidder Members. All of the projects highlight the parking abilities and expertise of the Bidder with regards to parking. Whether dealing with parking structures, on-street meters, hospitals, hotels, or other venues, the Bidder Members have been able to step in and provide the necessary funding and operational expertise to run world class parking facilities and maintain successful relationships with government bodies, other public sector entities and businesses.

Comparable Projects

Chicago On-Street Meter System

Client: Morgan Stanley Infrastructure Partners (“MSIP”)

Services Provided: Parking Management

In February of 2009, the MSIP/LAZ team was selected again by the City of Chicago as the preferred bidder for a 75-year concession to operate the Chicago Metered Parking System. This deal was also the second major publicly owned parking system in the United States to be privatized through a long-term Concession and Lease agreement.



The City of Chicago meter system is the third largest metered parking system in the United States, with approximately 36,000 on-street meters located throughout the City prior to their replacement. The MSIP/LAZ team successfully secured the deal. The meter deal is a 75-year concession to use, operate, manage, maintain and rehabilitate the Chicago Metered Parking System. Specifically, the concessionaire has the right to collect and retain the revenues derived from the concession metered parking spaces while the city retains all power and authority to set rates and periods of stay for all of the parking meters in the system. LAZ Parking is responsible for the day-to-day operations and maintenance of the system.

This on-street parking system concession is similar to the one that has been proposed for the Indianapolis Parking System. A website, www.ChicagoMeters.com, was specially designed to act as a customer service vehicle and encompasses varied customer service functions. LAZ has created an “in-house” 24/7 Call Center operation, which receives calls from our parking patrons as a customer convenience to assist them in using the pay boxes and single space meters. Typical calls include requests to assist with credit card issues, reporting of broken or malfunctioning meters and questions about how to dispute or pay a parking ticket. The Call Center also includes a dispatch center, serving as a “lifeline” to our maintenance staff in the field: all calls that are reported concerning malfunctioning meters are logged and then dispatched directly to a maintenance technician for investigation and repair. This feature has helped LAZ streamline its maintenance efforts to allow for a streamlined response and repair time that is usually within a matter of hours. This has helped to maintain a “meter system uptime” that has consistently averaged over 99% each month.

LAZ has adopted a customer friendly policy that provides a customer with a free parking pass if he or she is unable to pay for parking while a technician is working on a pay box for longer than usual. Technicians are instructed to provide a parking patron with a free pass for the day to avoid any inconvenience and to ensure that they do not receive a parking ticket for failure to pay the meter. This practice is particularly successful during the rate change process or for installations, when technicians may be at the site for longer than normal periods of time to re-program or install a pay box.

In the event that a patron parks at a broken single space meter and a technician subsequently is dispatched to repair it, the technician is instructed that upon completion of the repair to add the maximum amount of time to the meter to ensure that a parking ticket is not issued.

Monthly Lot Parking Passes: As a customer convenience, LAZ has made it convenient for patrons to visit the www.ChicagoMeters.com web site and download an application for monthly discounted parking at 1 of 10 separate lots. The application is processed and monthly parking passes (hangtags) are then distributed through the City of Chicago’s Alderman’s offices and various retail establishments.

Refund Policy: In order to acknowledge customer claims for refunds at pay boxes due to payment issues, LAZ has implemented a refund policy that allows for parking patrons to request a refund. The customer may call the LAZ Call Center or visit the www.ChicagoMeters.com web site to request or download a refund request form. Once submitted,

the claim is investigated and either a refund check is issued or the customer is provided with details as to why his request has been denied.

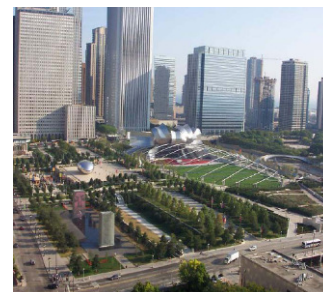
Chicago Downtown Public Parking System

Client: Morgan Stanley Infrastructure Partners (“MSIP”)

Services Provided: Parking Management

MSIP and LAZ were awarded the 99-year concession agreement to operate America’s largest underground parking system by the City of Chicago for 9,178 spaces in four parking garages in downtown Chicago.

Chicago Loop Parking is located at the heart of the City’s tourist attractions, downtown schools and major Chicago events. Millennium and Grant Parks are located along the nation’s second largest concentration of office space. Since its opening in July 2004, Millennium Park has hosted millions of people, making it one of the most popular destinations in Chicago.



MSIP purchased the concession for \$563 million and holds 100% of the equity.

LAZ Parking is the operator of this P4 project. As operator, LAZ immediately marketed vacant spaces, adjusted the rate schedules to more accurately meet the varied parking demand and began a significant capital improvement program. Included in the capital improvements was a total replacement of the revenue control equipment, lighting and security upgrades and planning of a complete renovation of the largest garage. LAZ focused on improved customer service, increased security and enhancing the ease of use. Similarly in Indianapolis, the operating plan would be designed to enhance customers experience and security while increasing financial performance of the assets.

Washington Metro Area Transit Authority

Client: Washington Metro Area Transit Authority

Services Provided: Parking Management

Since 2004, LAZ has provided staffing (PCAR) and oversight for all locations throughout the WMATA Transit Rail System, which includes 57 locations with approximately 59,000 parking spaces throughout Maryland, Virginia and Washington, DC. LAZ’s main function is customer service, assisting and providing general information to the METRO ridership. Amano-McGann pay in lane has been installed for WMATA to receive credit card payments for parking. Prior to this installation, the only way to pay for parking was on a “Smart Trip Card,” which had to be purchased in the stations. For the majority of the patrons who ride daily pay with the Smart Trip Card, customers load money on to the card and can use it to pay for the train or pay for parking. These pay in lane systems and Smart Trip Cards eliminates cash, which in turn aids in eliminating potential theft.



The Washington Metro Area Transit Authority is a diverse system spread over 3 states that requires various customer service skills and operational and maintenance abilities.

Metropolitan Transportation Authority**Client: Metro North Rail Road/Metropolitan Transportation Authority**

Services Provided: Parking Management

LAZ Parking provides parking management, enforcement, snow removal, collection of fees and collection services for the MTA. LAZ Parking was awarded this contract in 2009, including 34 various garages and lots throughout the state of New York and encompassing over 14,000 parking spaces. This contract is extremely unique as all resources required to operate these facilities was tailored specifically to MTA requirements, including everything from the specialized uniforms to the way LAZ's customer service representatives interact with MTA customer on a daily basis.

**Massachusetts Bay Transportation Authority****Client: Massachusetts Bay Transportation Authority ("MBTA")**

Services Provided: Parking Management

LAZ Parking provides enforcement, snow removal, and collection of fees for the MBTA. We have been operating this system since 2007, which consists of 42 locations with over 25,037 spaces including a mix of lots and garages located throughout Eastern Massachusetts. LAZ Parking revenue collection procedures are structured so that a complete audit trail of cash and checks exists from point of collection to deposit in the bank. Each cashier's shift report and tickets are independently reviewed and verified by the site manager. Revenue is always supported by validated deposit slips. Reports which support these deposits are provided to the MBTA on a daily basis. Revenue reports are reviewed and verified by corporate accounting. Monthly revenue reports are summarized daily and revenue posted by category. Variances trigger an investigation by management aimed at corrective action.



MBTA is a large contact that encompasses 42 different locations spread over Eastern Massachusetts. There are multiple garages and parking lots included in this system. LAZ Parking also provide enforcement and a customer service all center for all questions and concerns that patrons may have.

Port Authority Bus Terminal Garage**Client: Port Authority of New York & New Jersey**

Services Provided: Parking Management

LAZ Parking provides 24-hour parking management for this facility near Times Square, which serves as the country's largest and busiest bus terminal and is one of Manhattan's two largest public parking facilities. This garage contains approximately 1,500 spaces and produces \$8.5 million per year in revenue. The facility services every parker type including retail, office, hotel, municipal and general commuters. Since taking over the management of the garage, LAZ Parking has invested over \$500,000 in new state-of-the-art revenue control and access control equipment. The new equipment includes a license plate recognition system, credit card in and out payment methods, automatic pay stations, gate arms, nesting area for reserved parkers and digital recording devices and cameras.



This facility is a central landmark in NYC, in terms of parking. It acts as a transportation hub for many of those who commute to the city on a daily basis.

Adriaen's Landing**Client: Capital City Economic Development Authority**

Services Provided: Parking Management

LAZ Parking was selected to operate this municipal parking system in Hartford, Connecticut, which includes four facilities totalling 5,000 spaces that services a convention center and hotel as well as residential and entertainment venues. During construction, LAZ provided consulting services to the State of Connecticut to improve the parking facility design and overall parking experience.



LAZ Parking runs this system for the Capital City Economic Development Authority and has been instrumental in consulting, design and operations since the day they broke ground for these facilities. Today, LAZ still plays a large role in the continuing growth of this system.

Norwalk Parking Authority**Client: Norwalk Parking Authority**

Services Provided: Parking Management

LAZ Parking operates this municipal parking system in Norwalk, Connecticut, which consists of four garages, nine lots totalling over 4,000 parking spaces, on-street valet and all on-street metered operations. LAZ has developed procedural and valuation models for each of the locations and has implemented cashless operations at recommended locations. LAZ not only manages each location for Norwalk, but also provides comprehensive on-street parking operations with ACS State and Local Solutions. LAZ meets regularly with senior staff and elected officials, as well as with various civic and business organizations to maintain a comprehensive parking management plan which meets the diverse parking demands placed on the Norwalk Parking System. LAZ acts as a resident parking consultant to city officials to ensure all customer service goals and fiscal and operational obligations are met.



This unique parking system includes multiple parking facilities across the City of Norwalk. Like Indianapolis, there are distinct customer service needs that LAZ Parking has to provide to the City of Norwalk, whose system is also very similar in scope to the Parking System.

3.h References

The following organizations and individuals will be able to provide support for the qualifications and capabilities of the Bidder Members:

P4 Partners & LAZ Parking		
City of Chicago Tom Ness 33 N. LaSalle Street, Suite 510 Chicago, IL 60601 tkness@cityofchicago.org (312) 744-6046	Port Authority Bus Terminal Carol Bennett <i>General Manager, Retail Leasing and Development</i> 225 Park Avenue South, 19 th Floor New York, NY 10003 (212) 435-2929	Metropolitan Transportation Authority Phil Petillo <i>Assistant Director of Parking Services and Operations</i> 347 Madison Ave, 11 th Floor New York, NY 10017 (212) 340-4934
Washington (DC) Metro Area Transit Authority (WMATA) Patrick Schmitt 600 5 th Street NW Washington DC 20001 (202) 962-1783 rpschmitt@wmata.com	Massachusetts Bay Transportation Authority Guillermo Leiva <i>Director of Parking Services</i> 10 Park Plaza, 3 rd Floor Boston, MA 02116 (617) 222-4555 gleiva@mbta.com	City of Norwalk Parking Authority Kathryn Herbert 125 East Avenue Norwalk, CT 06854 (203) 854-7736
Aurora Capital Group		
Goldman Sachs & Co. Pete J. Lyon <i>Managing Director</i> 200 West Street New York, NY 10282-2198 pete.lyon@gs.com (212) 902-6678	Cressey & Company Peter Ehrich <i>Partner</i> 233 South Wacker Drive Sears Tower, Suite 9200 Chicago, IL 60606 pehrich@cresseyco.com (312) 777-4424	Credit Suisse Kent Savagian <i>Managing Director</i> 2121 Avenue of the Stars 33 rd Floor Los Angeles, CA 90067 kent.savagian@credit-suisse.com (310) 282-5516

4. Technical Capability

4.a Operations and Maintenance Expertise

The Operator currently operates at over 1,400 parking facilities consisting of over 435,000 parking spaces, of which ~33% are for municipalities in the United States. The Operator continues to grow the number of facilities it operates, demonstrating its ability to operate and maintain assets like the Parking System. As further described in Section 3.g, the Operator has nearly 30 years of experience in maintaining, repairing and cleaning parking facilities. The Operator also has proven hands-on experience in the management of large scale municipal on-street metered parking systems. Virtually every management assignment in which the Operator is involved utilizes its advanced knowledge of parking facilities, maintenance, repair, construction, and practical application of equipment and/or materials. In addition, the Operator currently buys and maintains revenue enhancement systems, and employs experts who are up to date on the latest technologies and best practices.

The Operator understands that the parking garage or meter will be a guest's first and last impression of his or her visit to a particular destination. The Operator's philosophy is that parking garages and lots should be kept clean, well-lit, clearly marked, and inviting. In addition to promoting a user-friendly atmosphere, the Operator is experienced in providing maintenance services which are specific to parking structures and aimed at prolonging the useful life of the structure and maintaining the value of the asset.

In addition to the Operator's hands-on experience in managing and maintaining 1,400 nationwide parking operations, at larger facilities such as Chicago's Downtown Parking Garages, it commissions, analyzes and implements an independently developed Capital Asset Management Plan ("CAMP"). A third party engineering firm, chosen by the Operator to maintain independence of results, completes thorough inspections of all aspects of a property and prepares a detailed report. Among other information, this report provides a complete schedule of any applicable structural anomalies, general construction irregularities, and requirements for remedial maintenance. Additionally, the CAMP provides a timeframe for remedy, as well as construction bids for the performance of remedial work. CAMP allows the Operator to accurately foresee facility repairs and categorize remedial action as needing immediate attention, or as part of a 1-year, 5-year or long-term budget. It then implements these remedial actions in a timely and considered manner.

Every location managed or operated by the Operator includes routine repair and maintenance of the parking facility. In locations where a specific CAMP is performed, CAMP reports include operational aspects of the structures in addition to the general condition and structural integrity items. The operational items audited include elevators, escalators, HVAC, lighting, signage, way-finding, security systems and revenue equipment (such as booths, pay stations, gates and ticket spitters). As with structural and construction components, operational items requiring repair are reviewed in terms of timeframe and budget. Depending on the nature of the repairs required, day to day items are handled by the Operator's facility staff or are scheduled as part of long-term maintenance and upgrades. Nationwide, the Operator currently purchases, installs and maintains these types of systems, and has specialized employees who are up to date on the latest technologies and best practices. Where required, or in instances of longer term upgrading or remedial projects, the Operator and its partners hire specialist engineering and construction firms to perform the necessary works.

The Operator also prides itself on the cleanliness of all the facilities with which it is involved. All of the Operator's facilities perform basic daily duties to maintain a clean atmosphere, such as collecting trash and emptying all trash cans from all lots and garages. The Operator's maintenance personnel each complete a form daily at the end of their shifts. This information is kept in a binder and reviewed by their respective managers on a daily basis. The managers record all duties that are completed, including lights that are changed and any special projects, such as painting, that are completed in any given day. The Operator's maintenance personnel also provide notes for their manager if there are items that need attention from the manager or from an outside contractor. Each month the maintenance personnel and their manager tour all of the facilities together. They take notes on all deficiencies before determining how each deficiency will be completed and by whom. Certain other regular maintenance procedures include:

- Monthly: Cleaning the lots and garages with a ride-on sweeper and painting where necessary
- Annual: Pressure washing of each garage
- Bi-annual: Re-painting the lines in the garages and lots

Additionally, the Operator's regional and general management staff contains experts in the non-technical aspects of parking management, such as administration, marketing and public relations. The Operator's staff members routinely shop other parking locations to perform competitive pricing analyses. Marketing plans are then implemented based on this information to drive monthly and transient parkers to facilities managed by the Operator when needed. The Operator's nationwide coverage provides local operations with a broad base of market data and best practices. The Operator's management staff also work with local authorities to coordinate community event support (such as sporting event or convention parking) and to integrate the Operator's managed parking operations as part of an overall city parking and multi-modal transportation system through programs such as way-finding and directional signage at street level.

As described above, the Operator has unparalleled expertise relevant to this transaction, which will be supplemented by the expertise of our third party advisors, with whom we will develop a long-term maintenance and action plan. Specific examples of the Operator's Operations and Maintenance Expertise are described in Section 3.g.

4.b Customer Service

The Operator continues to be successful with all aspects of parking because it understands the key aspect of parking—that parking is first and foremost a Customer Service business. Customer Service is deep within the Operator's DNA, from its early days of valet and special event parking to its recent years as a world leader in the arena. The Operator understands that efficient management and technical expertise come from working closely with its clients and interfacing in an exceptional manner with parkers using its facilities. The Operator manages, maintains secures, and cleans every facility with the end user in mind. From assessing garage structural condition to maintaining signage to upgrading lighting, the Operator's employee training centers on the needs of the customers parking in its facilities.

Following is an abridged list of some of the customer service programs that are so important to the Operator's employees:

Quality Assurance Programs

Quality control, customer service and guest satisfaction are the top priorities of the Operator. Every employee hired by the Operator quickly learns the importance of treating guests with special care. Guests entering the facilities are greeted professionally, the way they would be at a hotel or fine dining establishment. All employees including cashiers, supervisors and drivers are trained how to be savvy customer service providers. The Operator has developed the industry's best "Guest Excellence" training program that stresses the importance of friendly service, knowledge of the facility and a professional appearance. In addition, the Operator has devised a number of services intended to gauge and increase the satisfaction of our clients and their customers. These offerings are helpful in ensuring that the parking operation is effective and that any issues are identified and resolved expediently.

Performance Monitoring Programs

Below are some of the many quality and service control programs that will be utilized by the Operator to ensure that work is completed appropriately, meeting and exceeding the clients' and the customers' expectations:

- Customer Satisfaction Surveys
- Maintenance Checklist
- Mystery Parker Program
- Technology
 - Customer Service Response System
 - Camera Systems

Customer Satisfaction Surveys

The Operator conducts a customer survey which helps pinpoint any concerns from parkers and allows it to tailor the parking program based on this feedback. The Operator will provide the City of Indianapolis with a written summary of

the responses and develop an action plan to address concerns. The survey program is offered annually or more frequently if requested by our clients, to measure our performance and assure continuous improvement.

Maintenance Checklist

The Operator's maintenance program contains a daily, weekly, and monthly maintenance schedule to help in defining the timing and priority of the tasks. The Project Manager will perform daily inspections to ensure proper maintenance and the Operator's Operations and General Managers will perform weekly inspections as an additional quality control measure. A detailed maintenance check list will be used to ensure the work is completed on time and conforms to the highest level of quality.

Mystery Parker Program

The Operator has established this formal quality assurance program for all locations. Business evaluation through third party mystery shopping conducted by Corporate Research International is one of the most valuable information management tools available. CRI continues to be a leader in this industry, with its completely automated, web-based service, its experienced professional staff and its careful selection of proprietary field representatives. This program entails periodic visits from a staff member unknown to the Operator's staff. Reports about the appearance and demeanor of the Operator's personnel are submitted and copied to our clients to ensure the standard of professionalism we have for every operation is met.

The Operator will continue with this program, to ensure the highest quality of service for its customers.

Technology

The Operator has become a leader in the parking industry in applying state-of-the-art technology to enhance the customer experience. This leadership is exemplified by the development of the following programs that the Operator has experience in implementing:

- **Customer Service Response System:** The Customer Service Response System is a web based system, created as an easy-to-use tool by customers to submit issues of concern, requests, inquiries, etc. and to provide the Operator's management the means by which to track these issues from the start until they are resolved satisfactorily and in a timely manner. When an inquiry is filed, an email will be sent to the Regional Vice President who will delegate the task and follow up on the resolution.
- **Camera Systems:** Cameras at all cashier stations are monitored by the general managers and corporate office staff to analyze and rate cashier performance. Cashiers receiving low ratings for customer service or whose behavior or cash handling techniques are below expectations may have their transactions reviewed more frequently. General managers can use the data from the cameras to provide coaching to cashiers to improve their service delivery. Corporate office staff also review live cashier video on a regular basis and can contact individual cashiers to provide positive feedback when good customer service is delivered.

Transition

Transitioning over 150 locations per year, the Operator has been involved in the successful transition from an existing mode of operations and/or management team to a new mode of operations and/or management team for many parking locations throughout the country. The Operator's implementation team's unique and vast experience includes projects that are similar to the Parking System, as this would be the Operator's third operated concession.

One of the Operator's largest transition projects was the Chicago Metered Parking System, which is described in more detail in Sections 3.g and 4.d. The Operator developed and implemented a comprehensive transition plan in advance of commencing this project. Owing to the large scale and ongoing nature of the Chicago Meter project, there have many additional transition points besides the initial handover, such as system-wide rate changes and large-scale upgrades of parking equipment in various geographical areas. As such, the initial transition plan has been refined and reapplied multiple times during the project and the Operator would use this perfected transition to approach for the Indianapolis Metered Parking System.

Another one of the Operator's largest transition projects was the Chicago Downtown Public Parking System, the largest underground parking system in the nation. This specific project encompasses four very large garages housing over 9,000 parking spaces.

Following is a sample of portions of the Operator's parking structure transition checklist:

Illustrative Indianapolis Structures Timeline		
		Opening Time Line
Task	Days prior to opening	
Service Agreement		
Agreement Preparation & Execution		
Complete Location Information Sheet		
Request Location Numbers		
Order Certificates of Insurance		
Management & Support Personnel		
Project Manager		
Supervisor		
Customer Service Representative/Maintenance		
Accounting		
Finalize Budget		
Obtain Licenses		
Chart of Accounts		
Set up Payroll		
Review Client Report Format		
Notify Vendors and Set Up Accounts		
Administrative		
Order Supplies		
Complete Emergency Contact List		
Set up Location Offices		
Meet with PABC		
Set up NEXTEL's		
Location Designation Preparation		
Physical Inspection by Field Managers		
List of Equipment On Site & Needed		
Complete Quality Assurance Inspections		
Additional Support		
Payroll, IT, Accounting		
Other City Managers		
Personnel Related Items		
Advertise Positions		
Background Investigations		
Complete New Hire Paperwork		
Develop Final Work Schedules		
Employee Orientation & Training		
Interviews		
On-site Training		
Uniform Approval		
Order & Distribute Uniforms		
Safety Training Seminars		
Supplies		
Operational Supplies		
Traffic Cones		
Traffic Vests		
Office Supplies		

The Operator's unequalled experience with Parking Public Private Partnerships allows it a unique insight into the best practices for managing complex public-sector parking systems. The key to the success of all of the Operator's programs has not only been its parking expertise, but also its ability to work effectively with the relevant government authority. We firmly believe that allocation of resources and support from the City is critical to the success of such a relationship and we would encourage the following from the City to make such a program a success:

- A mutual understanding and recognition of "The Third P" – Partnership. Unlike a government-vendor relationship, Public Private Partnerships require that the government entity and the staff assigned to the partnership acknowledge and work towards an understanding that for the program to be a success, the City must see itself

as an equal stakeholder or partner with the ability to compromise and balance its needs with those of the other partners.

- Allocation of appropriate decision making staff. Throughout implementation and integration of a partnership such as this, it is critical that City staff with high level decision-making capability be assigned to being part of the partnership. In this way, decisions that need to be made along the path of integration can be agreed upon and executed in a timely and responsible manner that is suitable to all the partners.
- A suitable handover or transition period. Rather than a hard handover date when all properties are simply turned over to the parking operations partners, success will best be achieved by an orderly handover of both physical property and knowledge of the existing system. City staff involvement at all levels of the operation is important at this stage.
- A period before transition where no changes are made to the system, or if changes are necessary that they are cataloged carefully and passed on to the other partners as soon as possible. Because of the length of time from the beginning of a bidding process such as this to the transition period, many parts of the system may have changed from when initial planning was carried out. A smooth transition will be one where all variables are understood by all partners ahead of time.
- A comprehensive and aligned media strategy. Our experience with government contracts has shown us that the most important stakeholder is the public. However, in order to keep the public fully informed of the benefits and ongoing progress of the Public Private Partnership, it is important to provide accurate information up front to media sources. For the partnership to be successful, this information and the manner in which is delivered must fulfill the needs of all partners, not just those of the City. Without such an effective and aligned media strategy, the public often has to rely on misinformation or media opinion.

Experience Maintaining Government Relationships

With over 142,000 off-street and on-street municipal parking spaces managed in the U.S. alone, LAZ is uniquely positioned when it comes to partnering with municipalities and maintaining government relationships. Through its partnering with a broad base of government entities, LAZ has gained years of experience understanding the unique and sometimes delicate balance that government clients must maintain between operating services (such as parking) and serving constituents. The Bidder understands that these two mandates often run counter to each other in the government environment and continues to partner with its government clients to seek ways to manage those balances together. It is our experience and firm belief that no company has deeper, more hands-on knowledge of maintaining government relationships than LAZ.

Although its government experience runs broadly throughout the organization, LAZ has an additional specialist public sector team. LAZ's Government Services Division is led by Phil Oropesa (VP Government Services – East) and Patrick Ryan (VP Government Services – West). Together these leaders have more than 50 years of municipal parking experience in all aspects including serving as city employees, managing city parking Authorities, consulting, installations, operations and program implementation.

4.c Safety and Security

In order to promote a safe, successful work environment and to minimize risk to employees, loss and theft, the Operator has strict safety and security policies and procedures in place at its municipal locations. At its on-street meter locations, the Operator has employed the following safety and security measures:

- Third Party Security Auditors: LAZ retains external agencies to ensure that all cash collection vehicles and staff are in compliance with safety and security measures when they are performing cash collection duties on the street. The agencies provide random, anonymous audits of on-street collections procedures, checking that collectors are following correct cash-handling protocols and that vehicles are in compliance with security and safety standards. Audits are reviewed by management to reduce the risks to on-street staff of armed hold-ups and to provide greater cash security.
- GPS Location: The Operator's municipal vehicles involved in cash handling are tracked with GPS devices, which provide extensive tracking, tracing and location logging for each vehicle. Vehicle whereabouts are checked

randomly and logs of vehicle locations are audited by management to ensure that each vehicle has performed its scheduled route accurately. This ensures that risk to collection staff is minimized and that vehicles are not taken out of a pre-determined safe collection route.

- **Secure Cash Facilities:** Collection facilities and transfer points are kept safe and secure by the integration of both procedural and physical security systems. Loading docks are shielded by a double security gate system so that cash collection vehicles must be behind one gate before opening the second gate. Security cameras provide collections staff and management a full view of the area, including peripheral locations to ensure that external threats are mitigated. For internal security, admission to all areas is managed by means of a multi-tiered access control system.

In addition to focusing on the security of its meter operations, the Operator also recognizes the importance of security at its parking facilities. It is important that the customer's parking experience be a safe and pleasant one. Not enough attention to security creates a perception that a facility is unsafe. Likewise, overbearing security equipment and personnel can inadvertently create the same perception. A proactive presence in the facilities with security guards, equipment, maintenance personnel and management will deter criminal elements and promote a comfortable parking environment. The Bidder prides itself on the ability to work with the current policy and procedures already in place.

In coordinating at its facilities, the Operator also has helped implement procedures similar to those listed below:

- Scheduled and random patrol rounds both, pedestrian and vehicular
- Use of two-way radio communications
- Use of golf cart style security vehicle
- Detailed surveillance report and log book
- Installation and implementation of Detex (Watchmen's clock) systems
- Foot patrol escort service
- Video camera surveillance
- Panic alarm devices
- Stairwell audio monitoring equipment

The Operator's employees are trained on cooperating with authorities in emergencies. The Operator also works closely with security in sharing information and providing a safe operation to improve the levels of security.

With this type of project and the size of the Indianapolis Parking System, the Operator would outsource implementation of the security portion to one of its trusted security services vendors.

Experience with Emergency Response Support

LAZ Parking provides emergency response training to all employees. Upon commencing operations, LAZ's standard emergency response manual is tailored to fit a specific contract and all employees are required to know the in and out of every facility.

Parking Engineering Standards

LAZ Parking has vast experience when it comes to engineering standards, specifications, policies, practices and processes. With over 1,400 locations under LAZ Parking operation, LAZ typically deals with these engineering of parking garages on a daily basis nationwide. LAZ has a thorough preventive maintenance program at all of its garage facilities, which it takes very seriously. If there is an occurrence that needs special attention beyond LAZ's expertise, it will contact one of its engineering consultants.

4.d Capital Improvements

The Operator is responsible for Capital Improvements for all of its owned and leased assets. Facilities and meters currently under LAZ ownership or long-term lease are maintained in first-class condition, and the Operator is recognized in the parking industry for its high facility condition standards. The Operator recognizes that parking assets have certain aging, repair, replacement, and renovation issues, and it routinely builds appropriate capital expenditures line items into its facility budgets.

Additionally, LAZ, in its involvement with the Chicago concessions (described in greater detail below), focused carefully on existing system condition, need for upgrades, addition of new equipment and technology, and other capital items. LAZ built substantial capital expenditure costs into its investment model, and those requirements were addressed in the capital raise completed by LAZ's financial partner in those transactions.

As mentioned previously, LAZ and MSIP were awarded the 99-year concession agreement to operate four parking garages in downtown Chicago. As part of its obligations under the concession agreement, LAZ undertook an intensive capital improvement program, including a total replacement of the revenue control equipment, lighting and security upgrades and planning of a complete renovation of the largest garage.

LAZ and MSIP again were selected by the City of Chicago as the preferred bidder for a 75-year concession to operate the Chicago Metered Parking System. Since the concession was awarded in February 2009, LAZ and MSIP have successfully completed the first part of a capital improvement program. By December 2009, LAZ had replaced 31,328 parking meters in the city with 4,127 new pay-and-display meters—a global record performance for a project of this kind (by contrast, the city of Chicago had installed only 198 meters in 5 years from 2004 - 2008). Additionally, with respect to the conventional meters remaining in the system, LAZ has reduced the average meter repair time from the over 2 day wait applicable to the city's operation of the system to fewer than 2 hours. Furthermore, under LAZ's operation more than 99% of meters became jam-free and operable, which exceeds the corresponding rate in several comparable cities. LAZ and MSIP expect to make additional capital expenditures over the life of the concession, as pay-and-display meters typically are replaced every 7-10 years.

5. Financial Capability

5.a Financial Ability

The Bidder Members have strong track records of successfully completing and funding similar large transactions, including attracting investors for the only two P4 transactions structured with upfront financial payments that have closed in the United States. As an experienced parking operator, the Bidder has significant experience investing additional capital to maintain and upgrade all of our respective parking structure systems, as well as for growth opportunities. In addition to our market-leading parking businesses, we have ample access to debt and equity capital to fund our day-to-day operations and investments such as the Concession and Management Agreements of the Parking System. Consequently, we are confident that, subject to relevant approvals, the Bidder will be able to fund all required payments related to the Parking System for the term of the Concession and Management Agreements without contingencies, along with any subsequent required capital expenditure to maintain the Parking System for the term of the Concession and the Management Agreements.

Since each Bidder Member is a privately held company, we prefer not to disclose our highly confidential audited financial statements. However, we can assure the City that each Bidder Member is subject to strict financial reporting standards and produces audited financial statements on a regular basis.

Following are the specific financial qualifications of each Bidder Member:

P4 Partners

P4 Partners, LLC is the Parking Public Private Partnerships ("P4") investment vehicle through whom LAZ Parking pursues public parking concession opportunities. P4 Partners is comprised of directors of LAZ Parking and certain affiliates, all of whom have extensive experience funding projects of a comparable size and scope to the Parking System. Through its relationships with LAZ Parking and Evercore Partners, P4 Partners has access to both debt and equity capital, as further detailed below and in Section 5.b. P4 Partners may bring other investors into the Bidder in the future to the extent that the change could result in further benefit to the project.

Aurora Capital Group

Founded in 1991, Aurora Capital Group is a Los Angeles-based private equity firm with approximately \$2.5 billion of assets under management. Throughout its history, Aurora's investment focus has been supporting and building leading businesses in partnership with talented operating executives and entrepreneurs. Aurora has extensive experience as a lead investor in carve-out transactions, as well as investments that require active governance and operational oversight. Aurora has executed over 100 acquisitions as the lead investor, including transactions with enterprise values greater than \$1 billion, and is currently investing out of its third private equity fund. Aurora's extensive capital raising and investing experience contribute to the Bidder's financial ability to fund all required payments and to maintain the Metered Parking System for the term of the Concession.

LAZ Parking

Established more than 29 years ago, LAZ Parking operates and manages more than 435,000 parking spaces at 1,400 locations in 99 cities across the United States. LAZ is 50% owned by VINCI Park, the global leader in long-term parking concessions and leases, which manages over 1,220,400 parking spaces in 12 countries. VINCI Park is a wholly owned subsidiary of VINCI S.A., a Paris Stock Exchange listed company with a market capitalization of ~\$27.5 billion. LAZ Parking & VINCI Park have unparalleled experience with projects comparable to the Concession and Management Agreements of the Parking System.

LAZ projects that its managed revenue will exceed \$500 million for 2010.

As outlined in Section 3.c, LAZ operates more than 142,000 spaces for municipal transit systems in the United States – including the three largest – and has been on the winning team for both P4 transactions with upfront payments that have been awarded to date in the country:

- Chicago Downtown Public Parking System: LAZ partnered with MSIP to raise all \$563 million of the debt and equity capital necessary to fund the up-front concession payment
- Chicago On-Street Meter System: LAZ partnered with MSIP to raise all \$1.15 billion of the debt and equity capital required to fund the up-front concession payment

For both P4 projects, LAZ successfully solicited equity and debt capital commitments to fund up-front payments for the concessions. LAZ and its affiliates have also contributed their own equity capital to fund other parking projects, including for capital spending for assets owned by LAZ.

Through the two aforementioned Chicago concession transactions, LAZ has demonstrated its ability: (a) to understand quality concession opportunities; (b) to analyze the financial requirements of such opportunities correctly and in sufficient detail to give institutional investors the confidence to bid on those opportunities; and (c) to assist its investment partners in making highly competitive bids for public parking assets.

VINCI ⁽¹⁾

VINCI Concessions, a division of VINCI SA, is Europe's leading operator of transport infrastructure concessions (motorways, tunnels, bridges, car parks, airports and rail links) and the world's biggest private operator of motorway concessions. In the fall of 2007, LAZ Parking and VINCI joined forces through VINCI's investment as a 50% partner in LAZ. VINCI (headquartered in Paris) came to the partnership attracted by LAZ's position as a key parking industry leader in the United States. LAZ came to the partnership attracted by VINCI's standing as the largest and one of the best capitalized parking operators in the world, and by VINCI's global experience in concession investment and operations.

VINCI SA is publicly traded on Euronext's Paris stock exchange with an equity market capitalization of ~\$28 billion. Owing to its liquid, publicly traded equity and strong relationships with lenders, VINCI has deep access to debt and

¹ Financials converted from Euros to U.S. Dollars at spot rate of 1.373 on 03/03/2010

equity capital for its operations and investments. Following is a summary of VINCI SA's key financial metrics for the year ending December 31, 2009:

- Net Revenues: \$43.8 billion
- EBITDA: \$6.8 billion
- Net Earnings: \$2.2 billion
- Net Assets (as of 12/31/2009): \$14.3 billion
- Net Cash & Cash Equivalents (as of 12/31/2009): \$8.6 billion
- Undrawn Medium-Term Confirmed Bank Credit Facilities (as of 12/31/2009): \$9.9 billion

5.b Ability to Secure Financing

As discussed in Section 5.a, the Bidder has a strong track record of raising debt and equity capital for projects comparable in size and complexity to the Parking System. As mentioned in Section 3.f, the Bidder has appointed Evercore Partners as its financial advisor to assist in all aspects of bid preparation, including running a thorough financing process to raise sufficient capital for the Concession and Management Agreements of the Parking System. The Evercore Team has extensive experience in capital raising for similar projects, which span across multiple industries and various cycles of the debt and equity capital markets. From 2001 – 2009, members of the Evercore Team raised more than \$25 billion of equity and more than \$15 billion of debt for the transportation and infrastructure sector during varying capital market environments. Despite recent challenging capital market conditions, the Evercore Team has remained actively involved in debt and equity financing throughout this time and has the capability to assist the Bidder with a successful capital raising process for the Parking System.

The Evercore Team has deep industry knowledge and relevant expertise throughout all infrastructure asset classes, including parking. The Evercore Team also has extensive experience in arranging debt and equity financing of a similar scope to what is required for the Concession and Management Agreements for the Parking System.

Approach and Strategy

Based on information provided during the due diligence phase, Evercore's anticipated analysis will allow the Bidder to propose a capital structure that optimizes the overall project cost of capital. The capital structure will likely be comprised of equity and debt, the latter of which would likely be financed most competitively in the private bank market. During the RFP phase, the Bidder can provide specific guidance as to the expected capitalization for the project. Following the diligence and available information in the RFP process, we would submit our best value concession proposal, which we are confident will include fully committed financing without contingencies.

To ensure the best outcome possible for the Project Partners, the Bidder has adopted a strategic approach in developing a cohesive, reliable and competitive financing plan. The primary features of this approach include:







- Focus on experienced players: Collaborate with a select group of leading infrastructure lenders that have global experience in evaluating general infrastructure and parking specific credit profiles. These lenders typically have a large capital base to draw from and dedicated infrastructure teams.
- Leverage existing relationships: Rely on existing relationships between Bidder Members and lenders to develop a view on an executable debt size and structure. Lenders have worked closely with individual Bidder Members in providing financing for infrastructure assets.
- Establish a deep lending group: Select a sufficiently large number of lenders to provide for adequate redundancy and to gather a diverse perspective. Given the inherent uncertainty of the credit markets, we realize it is important to protect against unexpected one-off events that may limit specific lender participation.
- Provide full access to due diligence: Provide lenders with full access to the Bidder's advisors and information gathered from the Bidder's due diligence, thus enabling lenders to propose a resilient debt structure.




Following is a summary of Evercore's experience with debt and equity financing transactions similar in nature to the Parking System Concession and Management Agreements:

Debt Financing

We are confident that Evercore's expertise will help the Bidder attract sufficient capital to finance the Concession and Management Agreements of the Parking System. The Evercore Team has a successful history of raising committed financing for P3 transactions and also has broad experience raising various forms of debt capital for more than 15 years, through many cycles of the economy and the capital markets. These debt financings have been for both small and large transactions, involving instruments such as investment grade bonds, high yield bonds, syndicated bank loans, private activity bonds, and TIFIA.

Drawing from its experience on similar projects, Evercore expects to run a thorough financing process in the private bank market, utilizing the strategic approach outlined above. Recent examples of debt capital raising experience for Evercore and members of the Evercore Team include:


Transaction	Evercore Team's Role
<ul style="list-style-type: none"> Project: CIT Restructuring  <ul style="list-style-type: none"> Role: Financial Restructuring Advisor Transaction Value: \$54 billion Year: 2010 Location: New York 	<ul style="list-style-type: none"> Prior to its Chapter 11 filing, Evercore assisted CIT in raising a \$3 billion rescue financing from a group of company's largest bondholders, averting an unplanned bankruptcy During subsequent 12-week period, Evercore conceived and negotiated with CIT's lenders a comprehensive restructuring, involving the largest-ever pre-packaged bankruptcy Pre-packaged bankruptcy included nearly 300 debt and preferred instruments, impacting more than \$50 billion of obligations Advised on CIT's pre-pack Chapter 11 filing, the largest-ever market-based Chapter 11 reorganization
<ul style="list-style-type: none"> Project: Chicago Midway International Airport    <ul style="list-style-type: none"> Role: Financial Advisor Transaction Value: \$2.5 billion Year: 2008 Location: Illinois 	<ul style="list-style-type: none"> Buy side advisor to the consortium of General Electric, Babcock & Brown and Abertis on their bid for the 99-year concession of the Chicago Midway International Airport ~40% of the total concession value was attributed to on-airport parking operations Facilitated the debt financing process, successfully soliciting more than 90 lenders globally for more than \$1.5 billion of committed capital
<ul style="list-style-type: none"> Project: Bid for Florida I-595   <ul style="list-style-type: none"> Role: Financing Advisor Transaction Value: \$1.7 billion Year: 2008 Location: Florida 	<ul style="list-style-type: none"> Financing advisor to Babcock & Brown and Bilfinger Berger on their bid for the long-term concession of Florida I-595 Evaluated the impact of using both private market and public market debt financing sources, including banks loans and Private Activity Bonds (PABs)

Transaction	Evercore Team's Role
<ul style="list-style-type: none"> Project: NTE Toll Road  <ul style="list-style-type: none"> Role: Buy Side Advisor Transaction Value: \$2.0 billion Year: 2008 Location: Texas 	<ul style="list-style-type: none"> Buy side advisor to Itinere for its bid on the greenfield concession of North Tarrant Express Toll Road, a 6.7 mile managed toll road in Dallas, Texas Financing services involved: <ul style="list-style-type: none"> Advising on the optimal capital structure Soliciting more than 40 lenders Running two simultaneous financing processes to evaluate the impact on our client of including Private Activity Bond and TIFIA financing
<ul style="list-style-type: none"> Project: Financial Restructuring for the Port Authority of Jamaica  <ul style="list-style-type: none"> Role: Financial Advisor Transaction Value: \$300 million Year: 2008 Location: Jamaica 	<ul style="list-style-type: none"> Financial advisor to the Port Authority of Jamaica on its financial restructuring Solicited bank, bond and agency solutions from a large group of potential investors to achieve the best outcome for our client
<ul style="list-style-type: none"> Project: Senior Debt Refinancing  <ul style="list-style-type: none"> Role: Financial Advisor Transaction Value: \$195 million Year: 2006 Location: Pennsylvania 	<ul style="list-style-type: none"> Financial advisor to Parking Company of America Airports (PCAA) on its refinancing of senior debt Completed a financing process soliciting more than 20 financial institutions, including bank lenders, insurance companies and pension funds Ultimately, Capmark Finance Inc. committed to fund the 3-year secured term loan

Equity Financing



Evercore solicits equity financing as a core service for all of its buy side infrastructure engagements. The Evercore Team also has extensive experience raising all forms of equity capital in various types of transactions, including initial public offerings, follow-on offerings, private equity financings, convertible preferred debt, tax-advantaged equity, private investments in public equity (PIPEs), and others. Additionally, in most P3 engagements the Evercore Team has led the consortium development process, including the establishment of effective partnerships among equity holders and operators. Following financial close, members of the Evercore Team have also successfully run the equity syndication process for their clients on multiple occasions. Furthermore, Evercore has long standing relationships with numerous equity investors in the infrastructure and real estate sectors who previously have exhibited interest in assets similar to the Parking System.

Recent examples of Evercore's equity capital raising experience include:

Transaction	Evercore Team's Role
<ul style="list-style-type: none"> Project: Investment in RPK  <ul style="list-style-type: none"> Role: Equity Placement Agent Year: 2010 	<ul style="list-style-type: none"> Advising The Carlyle Group regarding an equity capital raise for a minority equity investment in RPK Evercore solicited a select group of equity investors to commit capital

Transaction

Evercore Team's Role

<ul style="list-style-type: none"> Project: Fundraising for Infrastructure Fund Role: Placement Agent Transaction Value: ~\$500 million Year: Ongoing Location: Global 	<ul style="list-style-type: none"> Placement Agent for confidential global company on fundraising for a new infrastructure private equity fund Evercore and its client are in discussions with infrastructure investors globally for commitments to the new fund
<ul style="list-style-type: none"> Project: Metro Pacific Investments  Role: Financial Advisor Year: Ongoing Location: Philippines 	<ul style="list-style-type: none"> Financial advisor to a large Philippines-based investment and management company on the acquisition of certain local toll roads Evercore is responsible for leading the private placement of equity to acquire certain toll road assets Evercore is leading negotiations with a group of investors to raise private equity capital for the potential acquisition
<ul style="list-style-type: none"> Project: Confidential Airport Development Role: Equity Placement Agent Year: Ongoing Location: China 	<ul style="list-style-type: none"> Advising a confidential airport development company regarding an equity capital raise for a project in China Evercore is advising on consortium development and is soliciting a select group of equity investors to commit capital to the project
<ul style="list-style-type: none"> Project: FARAC Toll Roads    Role: Financial Advisor Transaction Value: \$4.1 billion Year: 2007 Location: Mexico 	<ul style="list-style-type: none"> Financial advisor to a consortium of CCR, Borealis, and Merrill Lynch Private Equity on their bid for the privatization of Mexico's FARAC network Network includes 4 brownfield toll roads with 3 greenfield segments and a total length of 558 km The Evercore Team established the tri-party consortium Services involved: <ul style="list-style-type: none"> Consortium development Financial modelling and valuation analysis Due diligence Capital structure analysis and capital raising, which resulted in more than \$3 billion of committed debt financing for the bid

In addition to the equity raising and consortium building capabilities demonstrated above, members of the Evercore Team have substantial experience raising equity for companies in the public markets through initial public offerings and follow-on equity offerings, a small subset of which is highlighted below:

Selected Initial Public Offerings

Selected Follow-On Equity Offerings



As outlined above, the Evercore Team has experience spanning many years and conditions of the capital markets that is relevant to the Concession and Management Agreements of the Parking System.